WO KEE HONG (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 720)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached Form 10-Q/A, the amended quarterly report for the period ended March 31, 2007 filed on May 28, 2010 (US time) by China Premium Lifestyle Enterprise, Inc., an associated company of the Company whose shares are traded on the Over-The-Counter Bulletin Board in the United States of America.

As at the date of this announcement, the Board comprises Dr. Richard Man Fai LEE (Executive Chairman and Chief Executive Officer), Mr. Jeff Man Bun LEE and Mr. Tik Tung WONG, all of whom are executive Directors, Ms. Kam Har YUE, who is a non-executive Director, Mr. Boon Seng TAN, Mr. Ying Kwan CHEUNG and Mr. Peter Pi Tak YIN, all of whom are independent non-executive Directors.

Hong Kong, May 31, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q/A
(Amendment No. 1)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: March 31, 2007

or

¨ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _______ to

Commission File No. 333-120807

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(Exact name of Registrant as specified in its charter)

Nevada	11-3718650
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

10/F, Wo Kee Hong Building
585-609 Castle Peak Road
Kwai Chung, N.T. Hong Kong
(Address of principal executive offices)

(852) 2514-4880
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes o No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. (See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act):

Large Accelerated Filer o   Accelerated Filer o   Non-Accelerated Filer o (Do not check if a smaller reporting company.)   Smaller Reporting Company x

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

The number of shares of common stock outstanding as of May 10, 2007 was 98,929,180.

EXPLANATORY NOTE

As used in this Amendment No. 1 (the "Form 10-Q/A") to our Quarterly Report on Form 10-Q for the three months ended March 31, 2007 (the "First Quarter 2007 Form 10-Q"), the terms "we," "us," "our" and the "Company" mean China Premium Lifestyle Enterprise, Inc., a Nevada corporation, and our consolidated subsidiaries, taken together as a whole.

On April 20, 2010, our management initially concluded that our consolidated audited financial statements for the years ended December 31, 2008, 2007 and 2006 and our consolidated unaudited interim financial statements for the periods ended March 31, 2006 through September 30, 2009 needed to be restated and should not be relied upon. Upon further analysis, on May 14, 2010, our management concluded that reliance on our unaudited interim financial statements for the period ended March 31, 2006 should not be withdrawn and that no restatements should be made to our unaudited interim financial statements for the period ended March 31, 2006. However, our management concluded that certain Notes to our unaudited interim financial statements included in the quarterly report on Form 10-QSB for the period ended March 31, 2006 needed to be amended. In addition, our management concluded that certain Notes to our audited financial statements included in the annual report on Form 10-KSB for our former fiscal year ended June 30, 2006 also needed to be amended.

This Form 10-Q/A to our First Quarter 2007 Form 10-Q is being filed with the Securities and Exchange Commission (the "SEC") to amend and restate our consolidated unaudited interim financial statements as of March 31, 2007 and for the three months ended March 31, 2007 and 2006.

In addition, we will file Reports on Form 10-K/A for prior periods to amend and restate our consolidated audited financial statements for the annual periods in fiscal years ended December 31, 2008, 2007 and 2006 and Reports on Form 10-Q/A to amend and restate our consolidated unaudited financial statements for the quarterly periods ended September 30, 2006 through September 30, 2009. We will also file a Report on Form 10-K/A to amend certain Notes to our audited financial statements for the annual period in our former fiscal year ended June 30, 2006 and a Report on Form 10-Q/A to amend certain Notes to our unaudited interim financial statements for the quarterly period ended March 31, 2006.

NOTE: The common stock numbers in the "Background" sections of this Explanatory Note and Note 13 of the financial statements filed herewith give effect to a one-for-five reverse stock split (the "Reverse Stock Split") of our common stock, par value $0.005 per share, effective on December 7, 2007. However, unless otherwise indicated, the common stock numbers in the "Restatements" sections of this Explanatory Note and Note 13 of the financial statements filed herewith, and in the balance of this Form 10-Q/A reflect our pre-Reverse Stock Split capitalization, as in effect during the period covered by this Form 10-Q/A.

Background

In September 2006, we closed the transactions contemplated by that certain Share Exchange Agreement, dated July 15, 2006, by and among us, Fred De Luca, Corich Enterprises, Inc., a British Virgin Islands corporation, Herbert Adamczyk and Technorient Limited, a Hong Kong corporation (the "Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, we issued an aggregate of 972,728 shares (the "Exchange Shares") of Series A Convertible Preferred Stock in exchange for shares of the capital stock of Technorient.

In connection with the Share Exchange Agreement and prior to its closing, we entered into a consulting agreement dated July 15, 2006 with Happy Emerald Ltd. ("HEL") pursuant to which we issued to HEL 561,245 shares (the "HEL Shares") of Series A Convertible Preferred Stock in exchange for certain future services to be performed by HEL after the closing of the Share Exchange Agreement.

In January 2007, we authorized the delivery of 65,454 shares (the "Bern Noble Shares") of the HEL Shares to Bern Noble, Ltd. ("Bern Noble") for consulting services rendered by Bern Noble to us in connection with the Share Exchange Agreement. In March 2007, Bern Noble converted the Bern Noble Shares into 1,210,631 shares of common stock.

The following actions were also taken:

- on April 7, 2006, prior management filed an amendment to our Articles of Incorporation purporting to create a class of 100,000,000 shares of "blank check" preferred stock (the "Preferred Stock Amendment");

- on August 16, 2006, prior management filed an amendment to our Articles of Incorporation purporting to designate 2,000,0 shares of the "blank check" preferred stock as "Series A Convertible Preferred Stock" (the "Certificate of Designation"); a

- on December 18, 2006, we filed an amendment to our Articles of Incorporation purporting to increase the number of shares authorized common stock from 100,000,000 shares to 400,000,000 shares (the "Common Stock Amendment").

On December 19, 2008, we filed an action in the United States District Court for the Central District of California (the "Federal Court Action"), for fraud, breach of fiduciary duty, breach of contract and conversion against HEL, certain members of our prior management, including Fred De Luca, Charles Miseroy, Robert G. Pautsch and Federico Cabo, and certain other defendants. In the Federal Court Action, we alleged that:

- HEL had never performed any services under the consulting agreement; and

- the defendants, including the members of prior management, had (1) fraudulently obtained certificates for 495,596 shares o the Series A Convertible Preferred Stock, (2) improperly attempted to transfer the shares among themselves and their affiliat (3) improperly converted 247,798 of the shares into 4,569,619 shares of common stock, and (4) sought to have the restricti legend removed from the resulting shares of common stock.

During the pendency of the Federal Court Action, our legal advisors discovered that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment had not been properly authorized. Specifically:

- each of the Preferred Stock Amendment and the Common Stock Amendment was approved only by the written consent of majority of our then-stockholders, whereas our By-Laws required such written consent to be approved unanimously; and

- at the time of the filing of the Certificate of Designation with the Nevada Secretary of State, the Articles of Incorporation d not authorize the Board of Directors to designate the rights, preferences and privileges of any "blank check" preferred stoc

We were advised that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment were invalid and of no force and effect. Further, we were advised that we were never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares, and that any shares of common stock underlying such shares would also not have been authorized. In addition, we were advised that we were never authorized to issue any shares of common stock in excess of 100,000,000 shares.

Upon learning of the invalidity of the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment:

- current management took action to correct any potential defect in the transactions contemplated to acquire the shares of Technorient under the Share Exchange Agreement. On May 5, 2009, we entered into a reformation ("Reformation") of the Share Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of common stock (on a post-Reverse Stock Split basis) underlying the Exchange Shares were agreed to have been issued in lieu of the Exchange Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of our common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing date of the Share Exchange Agreement, and that upon the effectiveness of and giving effect to the Reverse Stock Split on December 7, 2007, an aggrega of an additional 3,537,977 shares of common stock were deemed to have been issued; and

- we amended our complaint in the Federal Court Action to allege that all of the disputed shares (the HEL Shares and, derivatively, the Bern Noble Shares), were void and subject to cancellation. Because of the uncertainty of the outcome of t Federal Court Action, however, we determined not to make any changes with respect to such shares on our financial statemen until the pending litigation was finally resolved through a judgment in or settlement of the Federal Court Action.

On March 1, 2010, we settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to us for cancellation all of the disputed shares, including 247,798 shares of the Series A Convertible Preferred Stock and 4,569,619 shares of common stock.

Further, in connection with the settlement, Bern Noble agreed to return to us for cancellation the 1,210,631 shares of common stock that had originally been derived from the HEL Shares. We also agreed to replace the Bern Noble Shares with an equal number of new shares of common stock in consideration of services rendered to us in 2006 in connection with the closing of the Share Exchange Agreement. We agreed to deliver the replacement shares in nine monthly installments.

<u>Restatements</u>

We have restated certain items on our consolidated balance sheets, consolidated statements of operations and consolidated statements of stockholders’ equity and comprehensive income (loss), based on the following:

- our determination that we were never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares;

- our determination that the Preferred Stock Amendment, the Certificate of Designation designating the Series A Convertibl Preferred Stock and the Common Stock Amendment were invalid and of no force and effect;

- the issuance of shares of common stock in connection with the Reformation;

- the cancellation and reissuance of the shares of common stock converted from the Bern Noble Shares (including the recognition of the receipt of the services performed by Bern Noble in 2006); and

- the settlement of the Federal Court Action.

The following describes the restatements to the Company’s condensed consolidated financial statements:

- on the condensed consolidated balance sheets, at March 31, 2007 and December 31, 2006, prepayments decreased by $1,468,930 to reflect the return for cancellation of the disputed shares of preferred stock and common stock in connection w the settlement of the Federal Court Action. Accordingly, at March 31, 2007, preferred stock decreased by $574, common stock decreased by $16,534, additional paid-in-capital decreased by $1,451,822 and stockholders' equity decreased by $1,468,930. At December 31, 2006, preferred stock decreased by $1,534, common stock increased by $72,000, additional paid-in-capital decreased by $1,539,396 and stockholders' equity decreased by $1,468,930. Further, all references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted fro the restated balance sheets at March 31, 2007 and December 31, 2006;

- on the condensed consolidated statement of operations, for the three months ended March 31, 2007, basic and diluted loss p share decreased by $0.0061, and for the three months ended March 31, 2006, basic and diluted loss per share increased by $0.0039; and

- for the three months ended March 31, 2007, the basic and diluted weighted average number of outstanding shares increased 69,048,856, and for the three months ended March 31, 2006, the basic and diluted weighted average number of outstanding shares increased by 89,689,881.

The restatements had no impact on the Company's cash or cash flows.

Scope of This Form 10-Q/A

This Form 10-Q/A sets forth the First Quarter 2007 Form 10-Q in its entirety. The following Items contain amended disclosures relating to the restatements:

- Part I, Item 1. Financial Statements;

- Part I, Item. 2. Management's Discussion and Analysis of Financial Condition and Results of Operation, under the heading " *Restatements* ," " *Company Overview and History* " and " *Working Capital Requirements* ;"

- Part I, Item 4. Controls and Procedures; and

- Part II, Item 6. Exhibits (to contain the currently-dated certifications from our principal executive officer and principal financial officer, as required by Sections 302 and 906 of the Sarbanes-Oxley Act of 2002).

Other than the amendments to the disclosures in the Items listed above, no other material modifications or updates have been made to the First Quarter 2007 Form 10-Q. Information not affected by the Items listed above remains unchanged and reflects the disclosures made at the time of, and as of the dates described in, the First Quarter 2007 Form 10-Q. Further, other than the amendments to the disclosures in the Items listed above, this Form 10-Q/A does not describe events occurring after the First Quarter 2007 Form 10-Q (including with respect to exhibits), or modify or update disclosures (including forward-looking statements) which may have been affected by events or changes in facts occurring after the date of the First Quarter 2007 Form 10-Q. Accordingly, this Form 10-Q/A should be read in its historical context and in conjunction with our filings made with the SEC subsequent to the filing of the First Quarter 2007 Form 10-Q, as information in such filings may update or supersede certain information contained in this Form 10-Q/A.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.

FORM 10-Q/A

FOR THE QUARTERLY PERIOD ENDED MARCH 31, 2007

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PART I: FINANCIAL INFORMATION

Item 1. Financial Statements.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

AS OF MARCH 31, 2007 AND

FOR THE THREE MONTHS ENDED MARCH 31, 2007 AND 2006

INDEX TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

	March 31, 2007 $ (Restated) (unaudited)	December 31, 2006 $ (Restated)
ASSETS		
Current assets:		
Cash and cash equivalents	2,168,690	3,475,635
Restricted cash	384,025	385,629
Trade receivables, net of provision	4,345,358	11,246,621
Inventory, net	9,445,959	6,815,863
Prepayments	14,053	37,328
Other current assets	1,819,432	1,503,620
Amounts due from affiliates	6,996,531	4,503,367
Amount due from an associate	356,235	457,267
Total current assets	25,530,283	28,425,330
Property and equipment, net	2,234,148	2,377,650
Investment in an associate	1,333,357	1,355,530
Deferred income taxes	537,634	539,880
TOTAL ASSETS	29,635,422	32,698,402
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Short-term borrowings	6,423,734	5,315,497
Obligations due under finance lease - current portion	166,411	167,100
Bills payable	3,027,919	4,412,575
Trade payables	300,187	480,859
Deposits received	10,827,003	8,607,049
Other current liabilities	2,793,809	7,331,020
Total current liabilities	23,539,063	26,314,100
Long-term liabilities:		
bligations due under finance lease - non-current portion	69,338	111,404
TOTAL LIABILITIES	23,608,401	26,425,510
Commitments and Contingencies		
Minority interests	3,335,133	3,318,358
Stockholders' equity		
Common stock		
Authorized: 100,000,000 common stock, par value $0.001		
Issued and outstanding: 98,929,180 shares as at March 31, 2007 (98,929,180 as at December 31, 2006)	98,961	98,961
Additional paid-in-capital	4,136,766	4,136,760
Accumulated other comprehensive income	48,860	51,507
Accumulated deficits	(1,592,699)	(1,332,700)
TOTAL STOCKHOLDERS' EQUITY	2,691,888	2,954,534
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	29,635,422	32,698,402

The accompanying notes are an integral part of these condensed consolidated financial statements.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	Three months ended March 31,	
	2007	**2006**
	$	**$**
	(Restated)	**(Restated)**
Sales:		
New and used vehicles	15,823,975	8,265,54
Parts and services	1,186,668	979,47
Net sales	17,010,643	9,245,02
Cost of sales:		
New and used vehicles	(14,149,803)	(7,424,58
Parts and services	(342,099)	(309,14
Total cost of sales	(14,491,902)	(7,733,72
Gross profit:		
New and used vehicles	1,674,172	840,96
Parts and services	844,569	670,33
Total gross profit	2,518,741	1,511,29
Selling and marketing	(142,048)	(107,10
General and administrative expenses	(2,493,061)	(1,925,75
Operating loss	(116,368)	(521,57
Other income (expenses)		
Interest expenses	(177,287)	(65,60
Share of result of an associate	(39,892)	(226,72
Other income	90,343	107,96
Total other expenses	(126,836)	(184,36
Loss before minority interests and income taxes	(243,204)	(705,93
Provision for income taxes	-	
Loss before minority interests	(243,204)	(705,93
Minority interests	(16,795)	360,37
Net loss	(259,999)	(345,56
Loss per share		
Basic	(0.0026)	(0.003
Diluted	(0.0026)	(0.003
Weighted average number of common stock outstanding		
Basic	98,929,180	89,689,88
Diluted	98,929,180	89,689,88

The accompanying notes are an integral part of these condensed consolidated financial statements.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

	Three months ended March 31, 2007	Three months ended March 31, 2006
	$	$
Cash flows from operating activities:		
Net loss	(259,999)	(345,562)
Adjustments to reconcile net loss to net cash provided by operating activities		
Minority interests	16,795	(360,374)
Depreciation and amortization	172,539	120,896
Provision for bad debts and bad debts written off	53,825	46,911
Provision for inventory written back	(8,975)	
Equity earnings of an associate	39,892	226,722
Other non-cash items	(11,987)	29,639
Changes in operating assets and liabilities:		
Trade receivables	6,847,438	3,977,971
Other current assets and prepayments	(292,531)	915,325
Inventory	(2,621,121)	(2,842,072)
Trade payables	(180,672)	23,489
Other current liabilities and deposits received	(2,317,257)	93,098
Net cash provided by operating activities	1,437,947	1,886,043
Cash flows from investing activities:		
Purchases of property and equipment	(33,580)	(14,496)
Net cash used in investing activities	(33,580)	(14,496)
Cash flows from financing activities:		
Advances to affiliates	(2,493,164)	(2,170,832)
Repayments from an associate	101,032	239,368
Increase (decrease) in borrowings and bills payable	(319,180)	1,044,015
Net cash used in financing activities	(2,711,312)	(887,449)
Increase (decrease) in cash and cash equivalents	(1,306,945)	984,104
Cash and cash equivalents at beginning of the period	3,475,635	452,754
Cash and cash equivalents at end of the period	2,168,690	1,436,858
Supplemental disclosure of cash flow information:		
Cash paid for:		
Interest	177,287	65,608

The accompanying notes are an integral part of these condensed consolidated financial statements.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

NOTE 1. SUMMARY OF PRINCIPAL ACCOUNTING POLICIES

Basis of presentation

The condensed consolidated financial statements include the accounts of China Premium Lifestyle Enterprise, Inc. (the “Company”) and its subsidiaries. The condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States. All significant intercompany transactions and balances have been eliminated. The accompanying condensed consolidated financial statements have been restated as described in Note 13.

The condensed consolidated financial statements are unaudited and, in our opinion, include all adjustments, consisting of normal recurring adjustments and accruals necessary for a fair representation of our condensed consolidated balance sheets, operating results, and cash flows for the periods presented. Operating results for the periods presented are not necessarily indicative of the results that may be expected for 2007 due to seasonal and other factors. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States have been condensed or omitted in accordance with the rules and regulations of the Securities and Exchange Commission (the “SEC”). The condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and accompanying notes included in the Company’s Annual Report on Form 10-K/A (Amendment No. 1) for the fiscal year ended December 31, 2006.

Use of estimates

The preparation of the condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of revenue and expenses during the reporting periods. Management makes it best estimate of the outcome for these items based on historical trends and other information available when the condensed consolidated financial statements are prepared. Changes in estimates are recognized in accordance with the accounting principles for the estimate, which is typically in the period when new information becomes available to management. Management believes the most significant estimates affecting the condensed consolidated financial statements include provision for bad debts, provision for inventory write-off, and accounting for income taxes. Actual results could differ from those estimates.

Share-based compensation

The Company elected to adopt SFAS No. 123(R), “Share-Based Payment,” as amended and interpreted, which is effective as of the beginning of the annual reporting period that begins after June 15, 2005. The Company utilized the modified prospective method approach, pursuant to which the Company has recorded compensation for all awards granted after July 1, 2005 based on their fair value.

Earnings per share

Basic earnings per share is computed by dividing net operating results for the reporting period attributable to common stockholders by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by dividing net operating results for the reporting period attributable to common stockholders by the weighted average number of common shares outstanding and the dilutive effect of common stock equivalents. All per share and per share information are adjusted retroactively to the earliest periods presented to reflect the effect of the Company’s recent recapitalization between the Company and Technorient Limited (See the Company’s Annual Report on Form 10-K/A (Amendment No. 1) for the fiscal year ended December 31, 2006 for details of the Company’s recent recapitalization).

Reclassifications

Certain financial statement line items have been reclassified to conform to the current period presentation and have no impact on the previously reported consolidated net sales, operating results, or net financial position.

NOTE 2. CONCENTRATION OF RISK

Concentration of supplier risk

The Company relies on supplies from numerous vendors. For the three months ended March 31, 2007 and 2006, the Company had two vendors that each accounted for more than 10% of total supply purchases. If any of the vendors terminate their relationships with the Company or if the Company's supply from the vendors is interrupted or terminated for any reason, the Company may not have sufficient time to replace the supply of products from the remaining vendors. Any such interruption would negatively impact the Company's ability to sell and distribute its products. However, the suppliers' concentration of risk does not pose any effect to the concentration of risk with respect to trade payables as the Company made the purchases through facilities provided by banks and financial institutions.

Concentration of risk due to geographic location

The Company's business, assets and operations is currently focused on the sales of new and used vehicles, provision of vehicle maintenance and repair services, and sales of vehicle parts in Hong Kong and is currently expanding its operations to People Republic of China ("PRC"), and accordingly, is affected to a significant degree by any economic, political and legal developments in Hong Kong and PRC.

NOTE 3. RECENT ACCOUNTING PRONOUNCEMENTS

In February 2006, the FASB issued SFAS 155, Accounting for Certain Hybrid Financial Instruments - an amendment of FASB Statements 133 and 140, ("SFAS 155"), which will be effective for the Company beginning January 1, 2007. The statement permits interests in hybrid financial instruments that contain an embedded derivative that would otherwise require bifurcation, to be accounted for as a single financial instrument at fair value, with changes in fair value recognized in earnings. This election is permitted on an instrument-by-instrument basis for all hybrid financial instruments held, obtained, or issued as of the adoption date. The Company does not expect there to be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In June 2006, the FASB issued Interpretation 48, Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement No. 109 ("FIN 48"), which clarifies the accounting for uncertainty in tax positions. This Interpretation requires that the Company recognize in its financial statements the impact of a tax position if that position is more likely than not of being sustained on audit, based on the technical merits of the position. The provisions of FIN 48 are effective for the Company on January 1, 2007, with the cumulative effect of the change in accounting principle, if any, recorded as an adjustment to opening retained earnings. The Company does not expect there to be any significant impact of adopting FIN 48 on its consolidated financial position, cash flows and results of operations.

In September 2006, the FASB issued SFAS 157, Fair Value Measurements ("SFAS 157"), which provides guidance about how to measure assets and liabilities that use fair value. SFAS 157 will apply whenever another US GAAP standard requires (or permits) assets or liabilities to be measured at fair value but does not expand the use of fair value to any new circumstances. This standard also will require additional disclosures in both annual and quarterly reports. SFAS 157 will be effective for financial statements issued for fiscal years beginning after November 15, 2007, and will be adopted by us beginning in the first quarter of 2008. The Company does not expect there to be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In September 2006, the SEC staff issued Staff Accounting Bulletin ("SAB") 108, Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements ("SAB 108"). SAB 108 was issued to eliminate the diversity of practice in how public companies quantify misstatements of financial statements, including misstatements that were not material to prior years' financial statements. The Company will apply the provisions of SAB 108 to its annual financial statements for the year ending December 31, 2006. The Company has evaluated the potential impact of SAB 108 and does not believe the impact of the application of this guidance will be material to its consolidated financial position, cash flows and results of operations.

In February 2007, the FASB issued SFAS 159, The Fair Value Option for Financial Assets and Financial Liabilities - Including an amendment of FASB Statement No. 115 (“SFAS 159”), which will be effective for the Company beginning January 1, 2008. This standard permits entities to choose to measure many financial instruments and certain other items at fair value and consequently report unrealized gains and losses on such items in earnings. The Company does not expect there to be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force (“EITF”)), the American Institute of Certified Public Accountants (“AICPA”), and the SEC did not or are not believed by management to have a material impact on the Company’s present or future financial statements.

NOTE 4. LOSS PER SHARE

The computation of basic and diluted loss per share is as follows for the three months ended March 31:

	2007 $ (Restated)	2006 $ (Restated)
Numerator:		
Net loss available to common stockholders	(259,999)	(345,56
Denominator:		
Weighted average common stock outstanding	98,929,180	89,689,88
Basic net loss per share	(0.0026)	(0.003
Diluted net loss per share	(0.0026)	(0.003

The weighted average common stock outstanding for the three months ended March 31, 2006, was adjusted to reflect the Company’s recent recapitalization between the Company and Technorient Limited. The computation of the net loss per share for the three months ended March 31, 2006, is computed by dividing the net loss attributable to the common stockholders’ by the number of shares issued in the reverse takeover transaction.

NOTE 5. INVENTORY, NET

Inventory by major categories are summarized as follows:

	March 31, 2007 $	December 31, 2006 $
New vehicles	4,276,469	2,310,11
Used vehicles	3,695,156	3,183,65
Parts, accessories and other	1,474,334	1,322,09
	9,445,959	6,815,86

Vehicles included in inventory of approximately $2,440,000 and $1,710,000 were pledged to secure the stocking loan outstanding as of March 31, 2007 and December 31, 2006, respectively (See Note 8).

NOTE 6. PREPAYMENTS

Prepayments at are summarized as follows:

	March 31, 2007 $ (Restated)	December 31, 2006 $ (Restated)
Prepaid expenses	14,053	37,328
	14,053	37,328

NOTE 7. INVESTMENT IN AN ASSOCIATE

In 2004, a subsidiary of the Company entered into a strategic alliance with Ferrari S.p.A. (“Ferrari”) and Poly Technologies, Inc. (“Poly Technologies”), a subsidiary of Poly Group, to set up an Equity Joint Venture (“EJV”) company, Ferrari Maserati Cars International Trading (Shanghai) Co., Limited, in Mainland China. The EJV is the sole importer of “Ferrari” and “Maserati” cars in China, responsible for the import, marketing, dealer sales, spare parts and accessories supply, and after-sale technical supports for these unique global brands. The Company, Ferrari and Poly Technologies own 30%, 40% and 30% respectively in the EJV. The registered capital of the EJV was $3 million and was contributed by the partners to the EJV in proportion to their respective equity interest. In August 2004, the EJV was formally set up, with the business license issued by the relevant PRC authority.

On December 30, 2005, a subsidiary of the Company and Ferrari entered into the Equity Interest Transfer Agreement relating to the transfer of 29% equity interest in the EJV (“Equity Interest Transfer”), for a consideration of $870,000. As of March 31, 2007, the disposal has yet to be approved by the relevant authorities in the PRC and the disposal has not become effective. Due to the undeterminable timeline in finalizing the Equity Interest Transfer, the investment in EJV continues to be accounted for as “Investment In An Associate” under the equity method of accounting.

NOTE 8. BORROWINGS

The Company’s borrowings at are summarized as follows:

	March 31, 2007 $	December 31, 2006 $
Bank borrowings	4,498,875	3,985,579
Stocking loans	1,924,859	1,329,918
Obligations due under finance lease	235,749	278,510
	6,659,483	5,594,007
Borrowings due after one year - obligations under finance lease	69,338	111,404
Short-term borrowings	6,590,145	5,482,603

Vehicles included in inventory of approximately $2,440,000 and $1,710,000 were pledged to secure the stocking loan outstanding as of March 31, 2007 and December 31, 2006, respectively. The current portion together with the non-current portion of finance lease was secured by motor vehicle included in property and equipment with a carrying value of approximately $310,000 (December 31, 2006: $330,000).

The bank borrowings, which are mainly used to finance the purchase of vehicles, are secured by pledge of certain affiliates’ properties and are interest-bearing with settlement date within twelve months from the corresponding balance sheet dates. The interest rates are generally based on the bank’s best lending rate plus a certain percentage and the credit lines are normally subject to periodic review. The range of effective interest rates (which are also equal to contracted interest rates) on the Company’s borrowings is 8.50% per annum (December 31, 2006: 8.50% to 9.25% per annum).

The Company has financed a motor vehicle in the amount of approximately $330,000 (December 31, 2006: $330,000) under a non-cancellable finance lease.

NOTE 9. OTHER CURRENT LIABILITIES

Other current liabilities by major categories are summarized as follows:

	March 31, 2007 $	**December 31, 2006 $**
Accruals	524,325	443,434
Other payables	2,269,484	6,887,580
	2,793,809	7,331,020

Other payables mainly consist of first registration tax on motor vehicles sold. First registration tax is applicable to new motor vehicles sold in Hong Kong and is computed on a progressive rate based on the gross selling price of the new motor vehicles.

NOTE 10. CAPITAL STOCK

General

The Company's total authorized capital at March 31, 2007, is 100,000,000 shares of common stock, par value $0.001. At March 31, 2007, 98,929,180 shares of common stock were issued and outstanding.

NOTE 11. COMMITMENTS AND CONTINGENT LIABILITIES

Litigation, Claims and Assessments

From time to time the Company may be involved in various disputes and litigation matters arising in the normal course of business. It is the Company's belief that the resolution of these matters will not have a material adverse effect on its financial position or results of operations, however, management cannot provide assurance that damages that result in a material adverse effect on its financial position or results of operations will not be imposed in these matters. The Company accounts for contingent liabilities when it is probable that future expenditures will be made and such expenditures can be reasonably estimated.

Operating Lease Commitments

The Company leases its dealership facilities, service center facilities and office space under non-cancellable operating leases in Hong Kong and PRC. Minimum future rental payments required under non-cancellable operating leases in effect as of March 31, 2007 are as follows:

2007	$	743,519
2008		136,04
	$	879,560

Rent expense for the three months ended March 31, 2007 and 2006 was $286,679 and $269,548, respectively.

Employment Agreements

The Company maintains employment agreements with its executives which extend through 2007 to 2008. The agreements provide for a base salary, annual bonus to be determined by the Board of Directors, termination payments, and other terms and conditions of employment. In addition, the Company maintains employment agreements with other key employees with similar terms and conditions. As of March 31, 2007, committed compensation to the executives and other key employees totaling approximately $573,000 remain in effect.

NOTE 12. RELATED PARTY TRANSACTIONS

The following is a summary of significant transactions among certain related parties and the Company during the three months ended March 31:

	Note	2007	2006
		$	$
Sales to:			
- Affiliates	(a)	3,835	161,35[illegible]
- An associate	(a)	-	70,73[illegible]
Purchases from:			
- Affiliates	(a)	5,559	1,35[illegible]
- An associate	(a)	1,428,160	
Interest received from:			
- Affiliates	(b)	11,047	
Management fee paid to:			
- Affiliates	(c)	-	77,29[illegible]
Service fee from:			
- An associate	(c)	132,972	121,62[illegible]

Notes:

(a) The transactions were carried out at market price or, where no market price was available, at cost plus a percentage profit mark-up.

(b) The loan advance to an affiliate is unsecured, bears interest at 8.50% per annum and repayable on demand.

(c) The transactions were carried out at terms agreed between both parties.

NOTE 13. RESTATEMENT OF FINANCIAL STATEMENTS

NOTE: The common stock numbers in the "Background" section of this Note 13 give effect to the Company's one-for-five reverse stock split (the "Reverse Stock Split") of its common stock, par value $0.005 per share, effective on December 7, 2007. However, the common stock numbers in the "Restatements" section of this Note 13 reflect the Company's pre-Reverse Stock Split capitalization, as in effect during the period covered by this Form 10-Q/A.

<u>Background</u>

In September 2006, the Company closed the transactions contemplated by that certain Share Exchange Agreement, dated July 15, 2006, by and among the Company, Fred De Luca, Corich Enterprises, Inc., a British Virgin Islands corporation, Herbert Adamczyk and Technorient Limited, a Hong Kong corporation (the "Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, the Company issued an aggregate of 972,728 shares (the "Exchange Shares") of Series A Convertible Preferred Stock in exchange for shares of the capital stock of Technorient.

In connection with the Share Exchange Agreement and prior to its closing, the Company entered into a consulting agreement dated July 15, 2006 with Happy Emerald Ltd. ("HEL") pursuant to which the Company issued to HEL 561,245 shares (the "HEL Shares") of Series A Convertible Preferred Stock in exchange for certain future services to be performed by HEL after the closing of the Share Exchange Agreement.

In January 2007, the Company authorized the delivery of 65,454 shares (the "Bern Noble Shares") of the HEL Shares to Bern Noble, Ltd. ("Bern Noble") for consulting services rendered by Bern Noble to the Company in connection with the Share Exchange Agreement. In March 2007, Bern Noble converted the Bern Noble Shares into 1,210,631 shares of common stock (on a post-Reverse Stock Split basis).

The following actions were also taken:

- on April 7, 2006, prior management filed an amendment to the Articles of Incorporation purporting to create a class of 100,000,000 shares of "blank check" preferred stock (the "Preferred Stock Amendment");

- on August 16, 2006, prior management filed an amendment to the Articles of Incorporation purporting to designate 2,000,0 shares of the "blank check" preferred stock as "Series A Convertible Preferred Stock" (the "Certificate of Designation"); a

- on December 18, 2006, the Company filed an amendment to the Articles of Incorporation purporting to increase the number shares of authorized common stock from 100,000,000 shares to 400,000,000 shares (the "Common Stock Amendment").

On December 19, 2008, the Company filed an action in the United States District Court for the Central District of California (the "Federal Court Action"), for fraud, breach of fiduciary duty, breach of contract and conversion against HEL, certain members of the Company's prior management, including Fred De Luca, Charles Miseroy, Robert G. Pautsch and Federico Cabo, and certain other defendants. In the Federal Court Action, the Company alleged that:

- HEL had never performed any services under the consulting agreement; and

- the defendants, including the members of prior management, had (1) fraudulently obtained certificates for 495,596 shares o the Series A Convertible Preferred Stock, (2) improperly attempted to transfer the shares among themselves and their affiliat (3) improperly converted 247,798 of the shares into 4,569,619 shares of common stock (on a post-Reverse Stock Split basi and (4) sought to have the restrictive legend removed from the resulting shares of common stock.

During the pendency of the Federal Court Action, the Company's legal advisors discovered that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment had not been properly authorized. Specifically:

- each of the Preferred Stock Amendment and the Common Stock Amendment was approved only by the written consent of majority of the Company's then-stockholders, whereas the By-Laws required such written consent to be approved unanimously; and

- at the time of the filing of the Certificate of Designation with the Nevada Secretary of State, the Articles of Incorporation d not authorize the Board of Directors to designate the rights, preferences and privileges of any "blank check" preferred stoc

The Company was advised that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment were invalid and of no force and effect. Further, the Company was advised that the Company was never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares, and that any shares of common stock underlying such shares would also not have been authorized. In addition, the Company was advised that the Company was never authorized to issue any shares of common stock in excess of 100,000,000 shares.

Upon learning of the invalidity of the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment:

- current management took action to correct any potential defect in the transactions contemplated to acquire the shares of Technorient under the Share Exchange Agreement. On May 5, 2009, the Company entered into a reformation ("Reformation") of the Share Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of comm stock (on a post-Reverse Stock Split basis) underlying the Exchange Shares were agreed to have been issued in lieu of the Exchange Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of th Company's common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing date of th Share Exchange Agreement, and that upon the effectiveness of and giving effect to the Reverse Stock Split on December 7 2007, an aggregate of an additional 3,537,977 shares of common stock (on a post-Reverse Stock Split basis) were deemed have been issued; and

- the Company amended its complaint in the Federal Court Action to allege that all of the disputed shares (the HEL Shares ar derivatively, the Bern Noble Shares), were void and subject to cancellation. Because of the uncertainty of the outcome of t Federal Court Action, however, the Company determined not to make any changes with respect to such shares on the Company's financial statements until the pending litigation was finally resolved through a judgment in or settlement of the Federal Court Action.

On March 1, 2010, the Company settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to the Company for cancellation all of the disputed shares, including 247,798 shares of the Series A Convertible Preferred Stock and 4,569,619 shares of common stock (on a post-Reverse Stock Split basis).

Further, in connection with the settlement, Bern Noble agreed to return to the Company for cancellation the 1,210,631 shares of common stock (on a post-Reverse Stock Split basis) that had originally been derived from the HEL Shares. The Company also agreed to replace the Bern Noble Shares with an equal number of new shares of common stock (on a post-Reverse Stock Split basis) in consideration of services rendered to the Company in 2006 in connection with the closing of the Share Exchange Agreement. The Company agreed to deliver the replacement shares in nine monthly installments.

Restatements

Certain items on the Company's consolidated balance sheets, consolidated statements of operations and consolidated statements of stockholders' equity and comprehensive income (loss) have been restated, based on the following:

- the Company's determination that it was never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares;

- the Company's determination that the Preferred Stock Amendment, the Certificate of Designation designating the Series A Convertible Preferred Stock and the Common Stock Amendment were invalid and of no force and effect;

- the issuance of shares of common stock in connection with the Reformation;

- the cancellation and reissuance of the shares of common stock converted from the Bern Noble Shares (including the recognition of the receipt of the services performed by Bern Noble in 2006); and

- the settlement of the Federal Court Action.

The following describes the restatements to the Company's condensed consolidated financial statements:

- on the condensed consolidated balance sheets, at March 31, 2007 and December 31, 2006, prepayments decreased by $1,468,930 to reflect the return for cancellation of the disputed shares of preferred stock and common stock in connection w the settlement of the Federal Court Action. Accordingly, at March 31, 2007, preferred stock decreased by $574, common stock decreased by $16,534, additional paid-in-capital decreased by $1,451,822 and stockholders' equity decreased by $1,468,930. At December 31, 2006, preferred stock decreased by $1,534, common stock increased by $72,000, additional paid-in-capital decreased by $1,539,396 and stockholders' equity decreased by $1,468,930. Further, all references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted fro the restated balance sheets at March 31, 2007 and December 31, 2006;

- on the condensed consolidated statement of operations, for the three months ended March 31, 2007, basic and diluted loss p share decreased by $0.0061, and for the three months ended March 31, 2006, basic and diluted loss per share increased by $0.0039; and

- for the three months ended March 31, 2007, the basic and diluted weighted average number of outstanding shares increased 69,048,856, and for the three months ended March 31, 2006, the basic and diluted weighted average number of outstandin shares increased by 89,689,881.

The restatements had no impact on the Company's cash or cash flows.

The condensed consolidated balance sheets have been restated as follows:

Condensed Consolidated Balance Sheets

	As of March 31, 2007		
	As Previously Reported	Adjustments	As Restated
	$	$	$
ASSETS			
Current assets:			
Cash and cash equivalents	2,168,690	-	2,168,69
Restricted cash	384,025	-	384,02
Trade receivables, net of provision	4,345,358	-	4,345,35
Inventory, net	9,445,959	-	9,445,95
Prepayments	1,482,983	(1,468,930)	14,05
Other current assets	1,819,432	-	1,819,43
Amounts due from affiliates	6,996,531	-	6,996,53
Amount due from an associate	356,235	-	356,23
Total current assets	26,999,213	(1,468,930)	25,530,28
Property and equipment, net	2,234,148	-	2,234,14
Investment in an associate	1,333,357	-	1,333,35
Deferred income taxes	537,634	-	537,63
TOTAL ASSETS	31,104,352	(1,468,930)	29,635,42
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Short-term borrowings	6,423,734	-	6,423,73
Obligations due under finance lease – current portion	166,411	-	166,41
Bills payable	3,027,919	-	3,027,91
Trade payables	300,187	-	300,18
Deposits received	10,827,003	-	10,827,00
Other current liabilities	2,793,809	-	2,793,80
Total current liabilities	23,539,063	-	23,539,06
Long-term liabilities:			
Obligations due under finance lease – non-current portion	69,338	-	69,33
TOTAL LIABILITIES	23,608,401	-	23,608,40
Commitments and Contingencies			
Minority interests	3,335,133	-	3,335,13
Stockholders' equity			
Preferred stock			
Authorized: 100,000,000 preferred stock, par value $0.001			
Issued and outstanding: 2007: 573,973 (note 1)	574	(574)	
Common stock			
Authorized: 100,000,000 common stock, par value $0.001			
Issued and outstanding: 2007: 115,463,499 (note 2)	115,495	(16,534)	98,96
Additional paid-in capital	5,588,588	(1,451,822)	4,136,76
Accumulated other comprehensive income	48,860	-	48,86
Accumulated deficits	(1,592,699)	-	(1,592,69
TOTAL STOCKHOLDERS' EQUITY	4,160,818	(1,468,930)	2,691,88
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	31,104,352	(1,468,930)	29,635,42

	As of December 31, 2006		
	As Previously Reported	Adjustments	As Restated
	$	$	$
ASSETS			
Current assets:			
Cash and cash equivalents	3,475,635	-	3,475,635
Restricted cash	385,629	-	385,629
Trade receivables, net of provision	11,246,621	-	11,246,62
Inventory, net	6,815,863	-	6,815,863
Prepayments	1,506,258	(1,468,930)	37,328
Other current assets	1,503,626	-	1,503,626
Amounts due from affiliates	4,503,367	-	4,503,367
Amount due from an associate	457,267	-	457,267
Total current assets	29,894,266	(1,468,930)	28,425,336
Property and equipment, net	2,377,656	-	2,377,656
Investment in an associate	1,355,530	-	1,355,530
Deferred income taxes	539,880	-	539,880
TOTAL ASSETS	34,167,332	(1,468,930)	32,698,402
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Short-term borrowings	5,315,497	-	5,315,497
Obligations due under finance lease – current portion	167,106	-	167,106
Bills payable	4,412,575	-	4,412,575
Trade payables	480,859	-	480,859
Deposits received	8,607,049	-	8,607,049
Other current liabilities	7,331,020	-	7,331,020
Total current liabilities	26,314,106	-	26,314,106
Long-term liabilities:			
Obligations due under finance lease – non-current portion	111,404	-	111,404
TOTAL LIABILITIES	26,425,510	-	26,425,510
Commitments and Contingencies			
Minority interests	3,318,358	-	3,318,358
Stockholders' equity			
Preferred stock			
Authorized: 100,000,000 preferred stock, par value $0.001			
Issued and outstanding: 2006: 1,533,973 (note 1)	1,534	(1,534)	
Common stock			
Authorized: 100,000,000 common stock, par value $0.001			
Issued and outstanding: 2006: 26,929,180 (note 2)	26,961	72,000	98,961
Additional paid-in capital	5,676,162	(1,539,396)	4,136,766
Accumulated other comprehensive income	51,507	-	51,507
Accumulated deficits	(1,332,700)	-	(1,332,700
TOTAL STOCKHOLDERS' EQUITY	4,423,464	(1,468,930)	2,954,534
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	34,167,332	(1,468,930)	32,698,402

Notes:

1. The Company did not have any authorized shares or any class or series of preferred stock at any of the dates referenced in the balance sheets. The references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted from the restated balance sheets at March 31, 2007 and December 31, 2006.

2. At March 31, 2007 and December 31, 2006, giving effect to the transactions related to the restatements discussed in this Note 13, there were issued and outstanding 98,929,180 shares of common stock.

The condensed consolidated statements of operation have been restated as follows:

Condensed Consolidated Statements of Operation

	For the 3 months ended March 31, 2007		
	As Previously Reported	**Adjustments**	**As Restated**
Sales:			
New and used vehicles	$ 15,823,975	$ -	$ 15,823,97
Parts and services	1,186,668	-	1,186,66
Net sales	17,010,643	-	17,010,64
Cost of sales:			
New and used vehicles	(14,149,803)	-	(14,149,80
Parts and services	(342,099)	-	(342,09
Total cost of sales	(14,491,902)	-	(14,491,90
Gross profit:			
New and used vehicles	1,674,172	-	1,674,17
Parts and services	844,569	-	844,56
Total gross profit	2,518,741	-	2,518,74
Selling and marketing	(142,048)	-	(142,04
General and administrative expenses	(2,493,061)	-	(2,493,06
Operating loss	(116,368)	-	(116,36
Other income (expenses)			
Interest expenses	(177,287)	-	(177,28
Share of result of an associate	(39,892)	-	(39,89
Other income	90,343	-	90,34
Total other income (expenses)	(126,836)	-	(126,83
Loss before minority interests and income taxes	(243,204)	-	(243,20
Provision for income taxes	-	-	
Loss before minority interests	(243,204)	-	(243,20
Minority interests	(16,795)	-	(16,79
Net loss	$ (259,999)	$ -	$ (259,99
Loss per share			
Basic	$ (0.0087)	$ 0.0061	$ (0.002
Diluted	$ (0.0087)	$ 0.0061	$ (0.002
Weighted average number of common shares outstanding			
Basic	29,880,324	69,048,856	98,929,18
Diluted	29,880,324	69,048,856	98,929,18

	For the 3 months ended March 31, 2006		
	As Previously Reported	Adjustments	As Restated
Sales:			
New and used vehicles	$ 8,265,543	$ -	$ 8,265,54
Parts and services	979,477	-	979,47
Net sales	9,245,020	-	9,245,02
Cost of sales:			
New and used vehicles	(7,424,582)	-	(7,424,58
Parts and services	(309,147)	-	(309,14
Total cost of sales	(7,733,729)	-	(7,733,72
Gross profit:			
New and used vehicles	840,961	-	840,96
Parts and services	670,330	-	670,33
Total gross profit	1,511,291	-	1,511,29
Selling and marketing	(107,106)	-	(107,10
General and administrative expenses	(1,925,755)	-	(1,925,75
Operating loss	(521,570)	-	(521,57
Other income (expenses)			
Interest expenses	(65,608)	-	(65,60
Share of result of an associate	(226,722)	-	(226,72
Other income	107,964	-	107,96
Total other income (expenses)	(184,366)	-	(184,36
Loss before minority interests and income taxes	(705,936)	-	(705,93
Provision for income taxes	-	-	
Loss before minority interests	(705,936)	-	(705,93
Minority interests	360,374	-	360,37
Net loss	$ (345,562)	$ -	$ (345,56
Loss per share			
Basic	$ N/A	$ (0.0039)	$ (0.003
Diluted	$ N/A	$ (0.0039)	$ (0.003
Weighted average number of common shares outstanding			
Basic	N/A	89,689,881	89,689,88
Diluted	N/A	89,689,881	89,689,88

(End of condensed consolidated financial statements)

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

FORWARD-LOOKING STATEMENTS

In addition to historical information, the matters discussed in this Form 10-Q contain forward-looking statements that involve risks or uncertainties. Generally, the words "believes," "anticipates," "may," "will," "should," "expect," "intend," "estimate," "continue," and similar expressions or the negative thereof or comparable terminology are intended to identify forward-looking statements. Such statements are subject to certain risks and uncertainties, including the matters set forth in this report or other reports or documents we file with the Securities and Exchange Commission from time to time, which could cause actual results or outcomes to differ materially from those projected. Undue reliance should not be placed on these forward-looking statements, which speak only as of the date hereof. We undertake no obligation to update these forward-looking statements. Readers should carefully review the risks described in other documents we file from time to time with the Securities and Exchange Commission, including the Annual Report on Form 10-K for the fiscal year ended December 31, 2006, the Quarterly Reports on Form 10-Q or 10-QSB filed by the Company and Current Reports on Form 8-K (including any amendments to such reports). References in this filing to the "Company," "Group," "we," "us" and "our" refer to China Premium Lifestyle Enterprise, Inc. and its subsidiaries.

RESTATEMENT

The Company is restating its consolidated financial statements as of March 31, 2007 and for the three month periods ended March 31, 2007 and 2006 in this amendment to the Company's Quarterly Report on Form 10-Q/A for the period ended March 31, 2007. All amounts in Management's Discussion and Analysis of Financial Condition and Results of Operations that are the subject of these restatements in the financial statements filed herewith have been adjusted, as appropriate, for the effects of the restatement. For a more detailed discussion of the restatements and their underlying circumstances, please refer to the Explanatory Note at the beginning of this Report and Note 13 of the Notes to the consolidated financial statements included in this Report.

COMPANY OVERVIEW AND HISTORY

China Premium Lifestyle Enterprise, Inc. is in the business of the importation, distribution and sales of premium brand luxury products in the Hong Kong Special Administrative Region, the Macau Special Administrative Region and in the People's Republic of China, (which for the purposes of this report excludes Hong Kong, Macau and Taiwan). Currently, the Company's main business is its ownership interest in Technorient Limited, a Hong Kong corporation ("Technorient"). The business of the subsidiaries of Technorient consists mainly of the importation, distribution, and after-sales service of Italian "Ferrari" and "Maserati" branded cars and spare parts in Hong Kong, Macau and China. The Company is also planning to import, distribute and sell premium brand apparel and other luxury brand products in Hong Kong, Macau, China and Taiwan.

The Company was originally formed in the State of Nevada on April 19, 2004 under its predecessor name, Xact Aid, Inc. ("Xact Aid"). On April 30, 2004, the Company issued 1,000 shares of its common stock (representing all of its issued and outstanding shares) to Addison-Davis Diagnostics, Inc. (f/k/a QT5, Inc.), a Delaware corporation ("Addison-Davis"), in consideration of Addison-Davis advancing start-up and operating capital. On November 15, 2004, the Company acquired the Xact Aid line of first aid products for minor injuries from Addison-Davis in accordance with an Agreement of Sale and Transfer of Assets entered into between the Company and Addison-Davis.

From the Company's inception to May 9, 2005, the date that the Company was spun-off from Addison-Davis, Addison-Davis was the Company's sole stockholder. As such, the Company was a wholly-owned subsidiary of Addison-Davis and was included in the consolidated financial statements filed by Addison-Davis with the Securities and Exchange Commission (the "SEC").

On December 22, 2005, the Company acquired 100% of the issued and outstanding shares of Brooke Carlyle Life Sciences, Inc., a Nevada corporation ("Brooke Carlyle"), a development stage company with a business plan to develop an online internet portal containing information on sexually transmitted diseases, which was designed to generate revenue from advertising from pharmaceutical companies.

The Company’s management team then determined that it was no longer in the best interests of the Company and its stockholders to continue pursuing sales and marketing efforts for the wound-specific first aid kit line of products. In an effort to bring revenues and profitable operations to the Company, management sought to effect a transaction that would attract a viable business operation and liquidate its liabilities. As a result of such decisions, on March 3, 2006, the Company entered into a non-binding letter of intent with Technorient for a proposed acquisition of an interest in Technorient via a share exchange by and among the Company, Technorient and Technorient’s shareholders. On May 4, 2006, in order to satisfy certain provisions in the Share Exchange Agreement described below with Technorient, the Company entered into a Stock Purchase Agreement with Nexgen Biogroup, Inc. (“Nexgen”), for the sale of the 1,000,000 shares of the common stock of Brooke Carlyle held by the Company, which, at that time, represented all or substantially all of the assets of the Company, for $1,000 cash, representing a consideration of $0.001 per share (the par value). In accordance with the terms of the agreement, the Company agreed to: (i) sell, assign and transfer to Nexgen any and all of its rights, title and interests in Brooke Carlyle; and (ii) transfer to Nexgen 1,000,000 shares of Brooke Carlyle common stock.

On June 9, 2006, the Company entered into a share exchange agreement (the “Exchange Agreement”) with Technorient, Fred De Luca, a director of the Company, Corich Enterprises Inc., a British Virgin Islands corporation (“Corich”), and Herbert Adamczyk. Subsequently, on July 15, 2006, the parties entered into an amended share exchange agreement, which agreement replaced in its entirety and superseded the Exchange Agreement (the “Amended Exchange Agreement”). Pursuant to the terms of the Amended Exchange Agreement, the Company agreed to acquire from Corich and Mr. Adamczyk (collectively, the “Sellers”) 49% of the outstanding, fully-diluted capital stock of Technorient in exchange for the Company issuing to the Sellers and Orient Financial Services Ltd. (“OFS”) 972,728 shares of Series A Convertible Preferred Stock (the “Series A Preferred Shares”) (the “Exchange”). The 972,728 Series A Preferred Shares were to be convertible into approximately 89,689,881 shares of common stock (on a pre-Reverse Stock Split basis), which, on an as-converted basis, represented 53.5% of the outstanding common stock of the Company on a fully diluted basis, taking into account the Exchange.

On September 5, 2006, pursuant to the Amended Exchange Agreement and after all of the conditions precedent to closing were satisfied (including the completion of the Company’s sale of all of the capital stock of Brooke Carlyle to Nexgen), Corich and Mr. Adamczyk, as shareholders of Technorient, transferred 49% of the outstanding capital stock of Technorient on a fully diluted basis to the Company in exchange for the 972,728 Series A Preferred Shares. As a result of the Exchange, the Company became a 49% shareholder of Technorient on a fully-diluted basis.

In connection with the Exchange, the Company issued: (i) an aggregate of 972,728 Series A Preferred Shares to the Sellers (in exchange for 49% of the issued and outstanding shares of Technorient) and OFS; (ii) 561,245 Series A Preferred Shares (the “HEL Shares”) to Happy Emerald Limited, a British Virgin Islands company (“HEL”), for consulting services to be provided to Technorient after the Exchange; and (iii) an aggregate of 21,629,337 shares of common stock in connection with certain conversions of outstanding debt. After the closing of the Exchange, the Company’s main business became its 49% ownership interest in Technorient.

As discussed in the Explanatory Note at the beginning of this Report and as previously disclosed in the Company’s Current Report on Form 8-K, as filed with the SEC on May 11, 2009, the Company later determined that it was never authorized to issue any shares of preferred stock. As a result, on May 5, 2009, we entered into a reformation (“Reformation”) of the Amended Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of common stock (on a post-Reverse Stock Split basis) underlying the Series A Preferred Shares issued to Corich and Mr. Adamczyk were agreed to have been issued in lieu of the Series A Preferred Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of our common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing of the Exchange, and that upon the effectiveness of and giving effect to the Reverse Stock Split, an aggregate of an additional 3,537,977 (on a post-Reverse Stock Split basis) shares of common stock were deemed to have been issued. For a more detailed discussion of the Reformation, please refer to the Explanatory Note at the beginning of this Report and the Company’s Current Report on Form 8-K, as filed with the SEC on May 11, 2009.

The Company was previously engaged in litigation regarding the HEL Shares (the “Federal Court Action”). On March 1, 2010, we settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to us for cancellation all of the HEL Shares, including all shares of common stock that were converted therefrom. For a more detailed discussion of the Federal Court Action and the settlement, please refer to the Explanatory Note at the beginning of this Report and the Company’s Current Report on Form 8-K, as filed with the SEC on March 5, 2010.

TECHNORIENT OVERVIEW

Technorient is a corporation incorporated in Hong Kong on March 8, 1983. Technorient is the parent company of Auto Italia Limited (“Auto Italia”), German Motors Limited (“German Motors”), Italian Motors (Sales & Service) (“Italian Motors”), and Italian Motors (Sales & Service) Limited (“IML”). Collectively, Auto Italia, Italian Motors, IML and German Motors are hereafter referred to as the “Technorient Group”. Originally founded in 1974 by Adamczyk as German Motors, Technorient was formed as the holding company for Auto Italia, IML and German Motors in 1985. IML was appointed sole Ferrari importer and distributor for Hong Kong and Macau in 1992 (and exclusive importer for China between 1994 and 2004), and Auto Italia was appointed importer and distributor for Maserati in 1996, having been a dealer for the brand since 1994. In 2003, IML transferred its entire car trading business to Auto Italia, which in turn set up a new subdivision, Italian Motors, to continue the business.

IML is a 30% equity holder in Ferrari Maserati Cars International Trading (Shanghai) Co. Ltd., (the “Shanghai JV”) an equity joint venture company created with Ferrari S.p.A. and the Beijing-based Poly Investment Group in 2004 to handle sales, marketing and distribution of Maserati and Ferrari in China. As the structure of Shanghai JV precludes direct ownership by the shareholders of a licensed dealer in China and in view of Technorient’s strategy to develop a luxury brand platform amongst its high net worth clients, Technorient’s management subsequently approached Ferrari S.p.A. to dispose of Shanghai JV’s interest so that it could acquire an independent dealer network and, inter alia, maintain its direct customer relationships. As part of this arrangement, Technorient would apply for and receive a number of dealer licenses in key markets in China such as Dalian (already awarded) and would, in conjunction with Ferrari and Maserati, continue to build its dealer network to capitalize on its client base in China and pursue its luxury brand platform.

Pursuant to the above, IML entered into an agreement with the Shanghai JV parties to dispose of 29% equity interest in Shanghai JV in July 2006. As of the date hereof, the disposal has been approved by the relevant authorities and is waiting for the completion of local formalities. Upon completion of the disposal, however, IML will continue to hold a 1% equity interest in Shanghai JV. Beginning in 2006, the Technorient Group was able to act as an authorized dealer of Ferrari and Maserati cars in certain cities in China that were allocated in accordance with the Shanghai JV. In January 2006, IML formed Dalian Auto Italia in China to engage in the distribution of Ferrari and Maserati cars in Dalian, China. IML owns a 95% equity interest in Dalian Auto Italia.

Auto Italia and Italian Motors operate from six locations in Hong Kong and China, incorporating sales, spare parts, service and body and paint shop facilities for Ferrari and Maserati.

EMPLOYEES

As of March 31, 2007, we employed approximately 148 persons on a full-time basis in Hong Kong and China. We believe we have good relationships with our employees and no major disputes or work stoppages have occurred since our inception.

CURRENCY CONVERSION AND EXCHANGE

The value of Renminbi (“RMB”), Hong Kong Dollar and the Macau Pataca against the U.S. dollar and other currencies may fluctuate and is affected by, among other things, changes in political and economic conditions. Since 1994, the conversion of RMB into foreign currencies, including Hong Kong and U.S. dollars, has been based on rates set by the People’s Bank of China, or PBOC, which are set daily based on the previous day’s PRC interbank foreign exchange market rate and current exchange rates on the world financial markets. Since 1994, the official exchange rate for the conversion of RMB to U.S. dollars has generally been stable.

On July 21, 2005, however, PBOC announced a reform of its exchange rate system. Under the reform, RMB is no longer effectively linked to US dollars but instead is allowed to trade in a tight 0.3% band against a basket of foreign currencies. If the RMB were to increase in value against the U.S. dollar, for example, mainland Chinese consumers would experience a reduction in the relative prices of goods and services, which may translate into a positive increase in sales. On the other hand, a decrease in the value of the RMB against the dollar would have the opposite effect and may adversely affect our results of operations. Any significant revaluation of RMB may materially and adversely affect our cash flows, revenues, earnings and financial position, and the value of, and any dividends payments. For example, an appreciation of RMB against the U.S. dollar or Hong Kong dollars would make any new RMB denominated investments or expenditures more costly to us, to the extent that we need to convert U.S. dollars or Hong Kong dollars into RMB for such purposes. In addition, a strengthening of the U.S. dollar against the Hong Kong Dollar or the Macau Pataca, if it occurred, would adversely affect the value of your investment.

CRITICAL ACCOUNTING POLICIES

See Note 1 of the Notes to Condensed Consolidated Financial Statements (unaudited).

RECENT ACCOUNTING PRONOUNCEMENTS

In February 2006, the FASB issued SFAS 155, Accounting for Certain Hybrid Financial Instruments - an amendment of FASB Statements 133 and 140, (“SFAS 155”), which will be effective for the Company beginning January 1, 2007. The statement permits interests in hybrid financial instruments that contain an embedded derivative that would otherwise require bifurcation, to be accounted for as a single financial instrument at fair value, with changes in fair value recognized in earnings. This election is permitted on an instrument-by-instrument basis for all hybrid financial instruments held, obtained, or issued as of the adoption date. The Company does not expect there will be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In June 2006, the FASB issued Interpretation 48, Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement No. 109 (“FIN 48”), which clarifies the accounting for uncertainty in tax positions. This Interpretation requires that the Company recognize in its financial statements the impact of a tax position if that position is more likely than not of being sustained on audit, based on the technical merits of the position. The provisions of FIN 48 are effective for the Company on January 1, 2007, with the cumulative effect of the change in accounting principle, if any, recorded as an adjustment to opening retained earnings. The Company does not expect there will be any significant impact of adopting FIN 48 on its consolidated financial position, cash flows and results of operations.

In September 2006, the FASB issued SFAS 157, Fair Value Measurements (“SFAS 157”), which provides guidance about how to measure assets and liabilities that use fair value. SFAS 157 will apply whenever another US GAAP standard requires (or permits) assets or liabilities to be measured at fair value but does not expand the use of fair value to any new circumstances. This standard also will require additional disclosures in both annual and quarterly reports. SFAS 157 will be effective for financial statements issued for fiscal years beginning after November 15, 2007, and will be adopted by us beginning in the first quarter of 2008. The Company does not expect there will be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In September 2006, the SEC staff issued Staff Accounting Bulletin (“SAB”) 108, Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements (“SAB 108”). SAB 108 was issued to eliminate the diversity of practice in how public companies quantify misstatements of financial statements, including misstatements that were not material to prior years’ financial statements. The Company will apply the provisions of SAB 108 to its annual financial statements for the year ending December 31, 2006. The Company has evaluated the potential impact of SAB 108 and does not believe the impact of the application of this guidance will be material to its consolidated financial position, cash flows and results of operations.

In February 2007, the FASB issued SFAS 159, The Fair Value Option for Financial Assets and Financial Liabilities - Including an amendment of FASB Statement No. 115 (“SFAS 159”), which will be effective for the Company beginning January 1, 2008. This standard permits entities to choose to measure many financial instruments and certain other items at fair value and consequently report unrealized gains and losses on such items in earnings. The Company does not expect there will be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force ("EITF")), the American Institute of Certified Public Accountants ("AICPA"), and the SEC did not or are not believed by management to have a material impact on the Company's present or future financial statements.

RESULTS OF OPERATIONS

Results of Operations comparison of three months ended March 31, 2007 to three months ended March 31, 2006

SALES

	Three Months ended March 31, 2007		Three Months ended March 31, 2006	
	Total Sales	% of Total Sales	Total Sales	% of Total Sales
New and Used Vehicles	$ 15,824,000	93%	$ 8,266,000	89.[illegible]
Parts and Services	$ 1,187,000	7%	$ 979,000	10.[illegible]
Total	$ 17,011,000	100%	$ 9,245,000	10[illegible]

Sales consist of sales of new and used vehicles, sale of parts, and services rendered for vehicle maintenance and repair.

Net sales for three months ended March 31, 2007 increased by approximately $7,766,000 or 84% to approximately $17,011,000, compared with the same period of 2006. The increase was attributable to the new and used vehicles trading segment. The increase was due to an increase of deliveries of the "Ferrari" 8-cylinder sports car, F430 and Spider and the launch of the new "Ferrari" 12-cylinder 2-seater sports car, F599 GTB Fiorano in the last quarter of 2006. The increase in parts and service sales was mainly attributed to the increase of deliveries of Ferrari and Maserati cars to customers during the last few years, for which our parts and services were used to maintain.

COST OF SALES

Cost of sales for three months ended March 31, 2007 increased to $14,492,000 from $7,734,000 for the three months ended March 31, 2006, a $6,758,000 or 87% increase was consistent with the increase in Company's revenues during this period.

GROSS PROFIT

Gross profit margin for three months ended March 31, 2007 fell by 1.5% to 14.8% from 16.3% for the same period of 2006 while the gross profit increased by approximately $1,008,000 to approximately $2,519,000 for the three months ended March 31, 2007. This increase is mainly attributed to the new and used vehicles trading segment.

SELLING AND MARKETING EXPENSES

Selling and marketing expenses for the three months ended March 31, 2007 was approximately $142,000, compared to approximately $107,000 for the same period of 2006. The increase in selling and marketing expenses was primarily due to the increased exhibition expenses incurred during this period, which increased from approximately $21,000 in first quarter of 2006 to approximately $106,000 in first quarter of 2007. This was mainly due to an event held in Hong Kong in February 2007 for the celebrations of Ferrari's 60 th anniversary.

GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative ("G&A") expenses include salaries and related staffing expenses, facilities rent, rate and building management fees, legal, professional services and general corporate expenses.

G&A expenses for the three months ended March 31, 2007 was approximately $2,493,000 or 14.7% of net sales compared to approximately $1,926,000 or 21% of net sales for the same period of 2006. The approximately $567,000 increase in G&A expenses was primarily due to the growth of our revenues and business expansion which required an increase in staffing and legal and professional services.

OTHER EXPENSES

Other expenses decreased to approximately $127,000 compared with approximately $184,000 in first quarter of 2006, a decrease of $57,000. The decrease was mainly a result of the decreased share of loss of an associate from approximately $227,000 in first quarter of 2006 to approximately $40,000 for the same period of 2007. Interest expenses increased from approximately $66,000 in first quarter of 2006 to approximately $177,000 for the same period of 2007. The funds from which our increased interest expenses were incurred were used for working capital purposes.

MINORITY INTERESTS

Minority interests for the periods presented represent outside ownership interests in subsidiaries that are consolidated with the parent for financial reporting purposes.

LIQUIDITY AND CAPITAL RESOURCES

CASH FLOWS FROM CONTINUING OPERATING ACTIVITIES

Our operations generated cash resources of approximately $1,438,000 for the three months ended March 31, 2007, compared to generating cash resources of approximately $1,886,000 for the three months ended March 31, 2006, primarily as a net result of the following:

- For the three months ended March 31, 2007, cash flow provided by sales net of operating expenses increased by approximat $284,000 to $2,000. The increase was primarily as a result of the increase in our sales.

- For the three months ended March 31, 2007, account receivables decreased by approximately $6,847,000, primarily due to t collection of account receivable in regarding to the sales recognized in the fourth quarter of 2006.

- For the three months ended March 31, 2007, our inventory increased by approximately $2,621,000. The increase was consistent with our business growth especially in the car trading segment.

- For the three months ended March 31, 2007, the increase or decrease of various current operating assets and liabilities, included in the aforementioned items, resulted in an aggregate increase of cash inflow from operations of approximately $1,436,000.

CASH FLOWS FROM CONTINUING INVESTING ACTIVITIES

For the three months ended March 31, 2007 we expended net cash of approximately $34,000 in investing activities, mainly for acquisition of property, plant and equipment to support the growth of our business. For the three months ended March 31, 2006, we utilized approximately $14,000 in investing activities, mainly for acquisition of property, plant and equipment.

CASH FLOWS FROM CONTINUING FINANCING ACTIVITIES

During the three months ended March 31, 2007, we repaid approximately $319,000 of our obligations owed on outstanding debt and provided approximately $2,493,000 advances to affiliates. For the three months ended March 31, 2006, we made new net drawdown amounting to approximately $1,044,000 from banks and provided approximately $2,171,000 advances to affiliates. The advances to affiliates were made to entities that are under common control, where Mr. Richard Man Fai Lee, the Company's Chief Executive Officer, is the common director of the Company and the affiliates. These advances included interest bearing and non interest bearing portion depending on the nature of the advances.

WORKING CAPITAL REQUIREMENTS

Current assets exceeded current liabilities at March 31, 2007 by approximately $1,991,000 a decrease of $120,000 from December 31, 2006. The ratio of our current assets to our current liabilities was 1.08 to 1 at March 31, 2007 and December 31, 2006. At March 31, 2007, our current assets of approximately $25,530,000 included approximately $9,446,000 in inventory that was funded by the operating cash flow and trade finance facilities. Our current liabilities of approximately $23,539,000 included customer deposits. Given the exclusive nature and extremely limited production of Ferrari cars, our customers are willing to place material deposits in advance to the Company in order to secure their new car orders. This resulted in customer deposits of approximately $10,827,000.

SEASONALITY

Our business is modestly seasonal overall. Our operations generally experience higher volumes of vehicle sales in the fourth quarter of each year due in part to manufacturers' production and delivery patterns.

EFFECT OF FLUCTUATION IN FOREIGN EXCHANGE RATES

Information regarding the effects of the fluctuation in foreign exchange rates on our Company is included in Item 3 below.

OFF-BALANCE SHEET ARRANGEMENTS

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a material current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.

Item 3. Quantitative and Qualitative Disclosures about Market Risk.

We currently do not hold or use any derivative or other financial instruments that expose us to substantial market risk and we have no foreign exchange contracts. Our financial instruments consist of cash and cash equivalents, trade receivables and payables, bills payable, other current assets, other current liabilities, and bank borrowings. We consider investments in highly liquid instruments purchased with a remaining maturity of 90 days or less at the date of purchase to be cash equivalents. However, in order to manage the foreign exchange risks, we may engage in hedging activities to manage our financial exposure related to currency exchange fluctuation. In these hedging activities, we might use fixed-price, forward and option contracts when feasible.

Interest Rates . Our exposure to market risk for changes in interest rates relates primarily to our short-term obligations; thus, fluctuations in interest rates would not have a material impact on the fair value of the Company's securities. At March 31, 2007, we had approximately $2,169,000 in cash and cash equivalents. A hypothetical 10% increase or decrease in interest rates would not have a material impact on our earnings or loss, or the fair market value or cash flows of these instruments.

Foreign Exchange Rates . While our reporting currency is the U.S. dollar, to date virtually all of our revenues and costs are denominated in Hong Kong Dollars and a significant portion of our assets and liabilities is denominated in Hong Kong Dollars. As a result, we are exposed to foreign exchange risk as our revenues and results of operations may be impacted by fluctuations in the exchange rate between U.S. Dollars and Hong Kong Dollars. If the Hong Kong Dollar depreciates against the U.S. Dollar, the value of our Hong Kong Dollar revenues and assets as expressed in our U.S. Dollar financial statements will decline. Thus, our revenues and operating results may be impacted by exchange rate fluctuations of the Hong Kong Dollar. While we may choose to do so in the future, the availability and effectiveness of any hedging transactions may be limited and we may not be able to successfully hedge our exchange rate risks. Accordingly, we may experience economic losses and negative impacts on earnings and equity as a result of foreign exchange rate fluctuations. The effect of foreign exchange rate fluctuation for the three months ended March 31, 2007 was not material to us.

Item 4. Controls and Procedures.

NOTE: This Item 4. Controls and Procedures has been updated to reflect the restatement of our audited financial statements for the years ended December 31, 2008, 2007 and 2006, the restatement of our unaudited interim financial statements for the periods ended September 30, 2006 through September 30, 2009, the amendment of certain Notes to our audited financial statements for our former fiscal year ended June 30, 2006 and the amendment of certain Notes to our unaudited interim financial statements for the period ended March 31, 2006, as discussed above in the Explanatory Note at the beginning of this Report and in Note 13 of the Notes to the consolidated financial statements included in this Report.

Reevaluation of Effectiveness of Internal Control over Financial Reporting and Disclosure Controls and Procedures

This Form 10-Q/A presents restatements of the financial statements for the covered period. In connection with this Form 10-Q/A, our management reevaluated the effectiveness of our internal control over financial reporting and our disclosure controls and procedures, as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), as of March 31, 2007. In assessing whether our internal control over financial reporting and disclosure controls and procedures were effective as of such date, our management considered the impact of the restatements to our consolidated audited financial statements for the period ended March 31, 2007, as outlined in Part I, Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations under the section heading “ *Restatements* ,” as well as our control environment. In connection with our reevaluation, we discovered material weaknesses in our internal control over financial reporting and determined that our disclosure controls and procedures were not adequate as of the end of the period covered by this report.

Our management is responsible for establishing and maintaining an adequate system of internal control over financial reporting as required by Section 404A of the Sarbanes-Oxley Act of 2002 (“SOX”). Our system of internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America (“GAAP”). Our internal control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect our transactions and dispositions our assets;

- provide reasonable assurance that our transactions are recorded as necessary to permit preparation of our financial statemen in accordance with GAAP, and that our receipts and expenditures are being made only in accordance with authorizations of management and our directors; and

- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of ou assets that could have a material effect on the financial statements.

Because of its inherent limitations, a system of internal control over financial reporting can provide only reasonable assurance and may not prevent or detect misstatements. Further, because of changes in conditions, effectiveness of internal controls over financial reporting may vary over time. Our system contains self monitoring mechanisms, and actions are taken to correct deficiencies as they are identified.

During the pendency of the Federal Court Action and preparing for our 2009 year end evaluation of effectiveness of our system of internal control over financial reporting based on the framework in *Internal Control-Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and SEC guidance on conducting such assessments, our management concluded that our system of internal control over financial reporting was not effective as of the period ended March 31, 2006 through the period ended September 30, 2009, which resulted in restatements described in the Explanatory Note at the beginning of this Report and Note 13 of the Notes to the consolidated financial statements included in this Report.

Our management has identified internal control deficiencies which resulted in the material restatements described above and which, in our management's judgment, represented a material weakness in internal control over financial reporting. The control deficiencies related to controls over the accounting and disclosure for certain transactions to ensure that such transactions were recorded as necessary to permit preparation of financial statements and disclosure in accordance with GAAP.

Specifically, the control deficiencies related to:

- the invalid adoption of certain purported amendments to our Articles of Incorporation;
- the unauthorized issuance by prior management of shares of our capital stock; and
- the lack of recognition of the receipt of services from certain third party consultants on our financial statements.

A material weakness in internal controls is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements would not be prevented or detected on a timely basis by us.

In the course of our revised assessment of internal controls over financial reporting, we also re-assessed our disclosure controls and procedures as defined in Rule 13a-15(e) of the Exchange Act. Our management is responsible for establishing and maintaining an adequate system of disclosure controls and procedures designed to provide reasonable assurance that the information required to be disclosed by us in reports that we file and submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. Disclosure controls also are designed to reasonably assure that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Disclosure controls include components of internal control over financial reporting, which consists of control processes designated to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with United States generally accepted accounting principles.

We have determined that our material weakness in internal controls over financial reporting was also a weakness in our disclosure controls and procedures, since such weakness related to the disclosure controls which provide us with reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles.

In designing and evaluating the disclosure controls and procedures, our management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and in reaching a reasonable level of assurance our management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Based on its assessment, including consideration of the aforementioned material weaknesses, and the criteria discussed above, management has restated its conclusion relative to the effectiveness of our internal control over financial reporting and disclosure controls and procedures as of March 31, 2007. Accordingly, our management has concluded that our internal control over financial reporting and our disclosure controls and procedures were not effective as of March 31, 2007 to provide reasonable assurance that information required to be disclosed by us in the reports that we file under the Exchange Act is recorded, processed, and summarized within the appropriate periods.

Our management is responsible for establishing and maintaining an adequate system of disclosure controls and procedures designed to provide reasonable assurance that the information required to be disclosed by us in reports that we file and submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. Disclosure controls also are designed to reasonably assure that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Disclosure controls include components of internal control over financial reporting, which consists of control processes designated to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with GAAP.

We have determined that our material weakness in internal controls over financial reporting was also a weakness in our disclosure controls and procedures, since such weakness related to the disclosure controls which provide us with reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with GAAP.

In designing and evaluating the disclosure controls and procedures, our management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and in reaching a reasonable level of assurance our management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Based on its assessment, including consideration of the above-mentioned material weakness, and the criteria discussed above, management has restated its conclusion relative to the effectiveness of our internal control over financial reporting and disclosure controls and procedures as of March 31, 2007. Accordingly, our management has concluded that our internal control over financial reporting and that our disclosure controls and procedures were not effective as of March 31, 2007 to provide reasonable assurance that information required to be disclosed by us in the reports that we file under the Exchange Act is recorded, processed, and summarized within the appropriate periods.

Management will continue to evaluate the effectiveness of our internal controls over financial reporting and our disclosure controls and procedures on an ongoing basis, and has taken action and implemented improvements as necessary.

Changes in Internal Controls over Financial Reporting

No changes to our internal control over financial reporting or disclosure controls and procedures were made to rectify the material weakness during the period covered by this Form 10-Q/A because such weakness was not known at that time. However, subsequent to the period, we remediated this weakness by:

- retaining new advisors to advise us and adopting a policy to consult with such advisors (or other outside experts) regarding complex legal and accounting issues;
- completing a review and updated risk assessment of all of our financial controls and procedures; and
- reviewing and instituting controls for each weakness.

PART II: OTHER INFORMATION

Item 1. Legal Proceedings.

None.

Item 1A. Risk Factors.

There have been no material changes in our business, operations or prospects that would require a change to the Risk Factor disclosure included in our most recent Annual Report on Form 10-K that have not already been disclosed.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

None.

Item 3. Defaults Upon Senior Securities.

None.

Item 4. Submission of Matters to a Vote of Security Holders.

None.

Item 5. Other Information.

On April 19, 2007, Mr. Sammy Chi Chung Suen resigned as Director of Technorient because he reached retirement age.

There have been no material changes to the procedures by which security holders may recommend nominees to the Company's board of directors.

Item 6. Exhibits.

Exhibit Number	Description
31.1	Certification of Chief Executive Officer pursuant to Rules 13A-14(A)/15D-15(E) of the Securities Exchange Act o 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith.
31.2	Certification of the Chief Financial Officer pursuant to Rules 13A-14(A)/15D-15(E) of the Securities Exchange Act 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith.
32.1	Certification of Chief Executive Officer and Chief Financial Officer Pursuant to 18 U.S.C. 1350 (Section 906 of th Sarbanes-Oxley Act of 2002), filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

		CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. (Registrant)
Date: May 28, 2010	By:	/s/ Richard Man Fai LEE Richard Man Fai LEE Chief Executive Officer
Date: May 28, 2010	By:	/s/ Joseph Tik Tung WONG Joseph Tik Tung WONG Chief Financial Officer, Treasurer and Secretary

Exhibit 31.1

**CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER
PURSUANT TO SECTION 302
OF THE SARBANES-OXLEY ACT OF 2002**

I, Richard Man Fai LEE, certify that:

1. I have reviewed this quarterly report on Form 10-Q/A for the quarter ended March 31, 2007 of China Premium Lifestyle Enterprise, Inc.

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

c. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 28, 2010

By: /s/ Richard Man Fai LEE
Richard Man Fai LEE
Chief Executive Officer

Exhibit 31.2

CERTIFICATION OF THE CHIEF FINANCIAL OFFICER
PURSUANT TO SECTION 302
OF THE SARBANES-OXLEY ACT OF 2002

I, Joseph Tik Tung WONG, certify that:

1. I have reviewed this quarterly report on Form 10-Q/A for the quarter ended March 31, 2007 of China Premium Lifestyle Enterprise, Inc.

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

c. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions)

a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 28, 2010

By: /s/ Joseph Tik Tung WONG
Joseph Tik Tung WONG
Chief Financial Officer, Treasurer and Secretary

Exhibit 32.1

CERTIFICATION

OF

CHIEF EXECUTIVE OFFICER

AND

CHIEF FINANCIAL OFFICER

PURSUANT TO 18 U.S.C. 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Richard Man Fai LEE, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q/A of China Premium Lifestyle Enterprise, Inc. for the quarter ended March 31, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q/A fairly presents, in all material respects, the financial condition and results of operations of China Premium Lifestyle Enterprise, Inc.

I, Joseph Tik Tung WONG, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q/A of China Premium Lifestyle Enterprise, Inc. for the quarter ended March 31, 2007 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q/A fairly presents, in all material respects, the financial condition and results of operations of China Premium Lifestyle Enterprise, Inc.

May 28, 2010

By: /s/ Richard Man Fai LEE
Richard Man Fai LEE
Chief Executive Officer

May 28, 2010

By: /s/ Joseph Tik Tung WONG
Joseph Tik Tung WONG
Chief Financial Officer, Treasurer and Secretary

This certification accompanies the Form 10-Q/A to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of China Premium Lifestyle Enterprise, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Form 10-Q/A), irrespective of any general incorporation language contained in such filing.