
* IMPORTANT: Please note the information in the submission header MUST match the information *
* on the cover page of your filing. The SEC accepts or suspends filings based upon the *
* information in the submission header. Please carefully check all tags and values, *
* as well as the content of your EDGAR proof. *
* *
* REGISTRANT TRANSMISSION AUTHORIZATION *
* *
* [] I have reviewed the submission header and find it to be correct. *
* [] I have reviewed the submission file and find it to be correct and complete. *
* [] I have reviewed the electronic HTML proof and find all content including graphics and *
* links to be correct. *
* [] I authorize Merrill Corporation to transmit this filing to the SEC. *
* [] I have reviewed the Series & Class (Contracts) Identifiers and find them to be correct *
* and complete (if applicable). *
* [] I have reviewed the document descriptions (on the page following the Submission Header *
* in the PDF proof) and find it to be correct and complete. *
* *
* Printed Name: _____ Date: _____ Time: _____ *
* *
* Signature: _____ *
* *

<SUBMISSION>
<TYPE> 10-Q
<FILER>
 <CIK> 0001354027
 <CCC> xxxxxxxx
</FILER>
<PERIOD> 09/30/2008
<SMALL-REPORTING-CO> Yes
<SROS> NONE
<SUBMISSION-CONTACT>
 <NAME> EDGAR Advantage Service Team
 <PHONE> (800) 688 - 1933
</SUBMISSION-CONTACT>

DOC 1

<Name> 10-Q

<Description> 10-Q

DOC 2

<Name> EX-31.1

<Description> EX-31.1

DOC 3

<Name> EX-31.2

<Description> EX-31.2

DOC 4

<Name> EX-32

<Description> EX-32

DOC 1 Header

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

FORM 10-Q

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

For the quarterly period ended **September 30, 2008**

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

For the transition period from _____ to _____

Commission file number **000-50983**

SkyPostal Networks, Inc.

(Name of registrant as specified in its charter)

NEVADA

(State or other jurisdiction of incorporation or
organization)

27-0005846

(IRS Employer identification No.)

7805 NW 15th Street

Miami, Florida 33126

(Address of principal executive offices)

(305) 599-1812

(Registrant's telephone number)

Omega United, Inc.

7805 NW 15th Street

Miami, Florida 33126

(Former name or former address, if changed since last report)

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 No

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

Large accelerated filer

Accelerated filer

Non-accelerated filer

(Do not check if a smaller reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

As of September 30, 2008 there were 56,414,664 shares of the issuer's \$0.001 par value Common Stock outstanding.

Table of Contents

	<u>Page</u>
<u>PART I - FINANCIAL INFORMATION</u>	2
<u>Item 1A. Financial Statements</u>	
<u>Balance Sheets</u>	2
<u>Statements of Operations</u>	3
<u>Statement of Stockholder's Equity</u>	4
<u>Statements of Cash Flows</u>	5
<u>Notes to Condensed Consolidated Financial Statements</u>	6-12
<u>Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	12
<u>Item 3. Quantitative and Qualitative Disclosures about Market Risk</u>	17
<u>Item 4. Controls and Procedures</u>	17
<u>PART II - OTHER INFORMATION</u>	17
<u>Item 1. Legal Proceedings</u>	17
<u>Item 1A. Risk Factors</u>	17
<u>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</u>	22
<u>Item 3. Defaults in Senior Securities</u>	22
<u>Item 4. Submission of Matters to a Vote of Security Holders</u>	22
<u>Item 5. Other Information</u>	22
<u>Item 6. Exhibits</u>	23
Certification of Chief Executive Officer	
Certification of Chief Financial Officer	
Certification Section 906 of the Sarbanes-Oxley Act of 2002	

PART I**ITEM 1A. FINANCIAL STATEMENTS****SKYPOSTAL NETWORKS, INC. (FORMERLY OMEGA UNITED, INC.)
UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS**

	<u>September 30, 2008</u> (Unaudited)	<u>December 31, 2007</u>
ASSETS		
CURRENT ASSETS		
Cash	\$ 497,269	\$ 851
Accounts receivable, net	1,243,646	635,277
Prepaid expenses and other	256,723	107,834
TOTAL CURRENT ASSETS	1,997,638	743,962
DUE FROM STOCKHOLDER	170,664	40,687
PROPERTY AND EQUIPMENT, net	324,148	138,018
INTANGIBLES AND OTHER ASSETS (NOTE 10)	1,733,641	232,873
TOTAL ASSETS	<u>4,226,091</u>	<u>1,155,540</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	1,072,778	3,680,500
Current portion of amount due on non-compete agreement	231,000	—
Current portion of notes payable	—	4,022,729
Customer deposits	2,500	12,831
Current portion of due to stockholders	27,200	135,975
TOTAL CURRENT LIABILITIES	1,333,478	7,852,035
NON-COMPETE AGREEMENT, less current portion	367,500	—
DUE TO STOCKHOLDERS, less current portion	—	329,542
NOTES PAYABLE, less current portion	—	97,054
EXCESS OF VALUE OF PUT OPTIONS OVER THE ESTIMATED FAIR VALUE OF SHARES	—	1,600,000
TOTAL LIABILITIES	<u>1,700,978</u>	<u>9,878,631</u>
COMMITMENTS AND CONTINGENCIES (NOTE 7)		
STOCKHOLDERS' EQUITY		
Common stock	56,415	25,131
Additional paid-in capital	18,348,037	5,127,123
Accumulated deficit	(15,879,339)	(13,875,345)
TOTAL STOCKHOLDERS' EQUITY	<u>2,525,113</u>	<u>(8,723,091)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 4,226,091</u>	<u>\$ 1,155,540</u>

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

SKYPOSTAL NETWORKS, INC. (FORMERLY OMEGA UNITED, INC.)
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

	<u>Three Months Ended September 30</u>		<u>Nine Months Ended September 30</u>	
	<u>2008</u>	<u>2007</u>	<u>2008</u>	<u>2007</u>
NET REVENUES	\$ 2,166,539	\$ 1,935,054	\$ 6,698,652	\$ 5,826,778
OPERATING EXPENSES				
Cost of Delivery	1,756,364	1,507,550	5,509,069	4,470,015
General and Administrative	1,268,830	748,044	3,013,367	1,966,110
Stock Based Compensation	415,122	69,204	1,225,930	207,612
Factoring Fees	—	81,546	95,466	199,552
TOTAL OPERATING EXPENSES	<u>3,440,316</u>	<u>2,406,344</u>	<u>9,843,832</u>	<u>6,843,289</u>
OPERATING LOSS	<u>(1,273,777)</u>	<u>(471,290)</u>	<u>(3,145,180)</u>	<u>(1,016,511)</u>
OTHER EXPENSES/(INCOME)				
Interest	(4,204)	176,657	376,352	392,023
Reversal of excess of value of put options over the estimated fair value of shares	—	—	(1,600,000)	—
Other	93,189	6,059	82,462	158,089
TOTAL OTHER EXPENSES/(INCOME)	<u>88,985</u>	<u>182,716</u>	<u>(1,141,186)</u>	<u>550,112</u>
NET LOSS	<u>\$ (1,362,762)</u>	<u>\$ (654,006)</u>	<u>\$ (2,003,994)</u>	<u>\$ (1,566,623)</u>
WEIGHTED AVERAGE SHARES OUTSTANDING:				
Basic	55,909,810	15,742,519	44,035,472	15,087,253
Effect of dilutive shares	—	—	—	—
Diluted	<u>55,909,810</u>	<u>15,742,519</u>	<u>44,035,472</u>	<u>15,087,253</u>
NET LOSS PER SHARE:				
Basic	<u>\$ (0.02)</u>	<u>\$ (0.04)</u>	<u>\$ (0.05)</u>	<u>\$ (0.10)</u>
Diluted	<u>\$ (0.02)</u>	<u>\$ (0.04)</u>	<u>\$ (0.05)</u>	<u>\$ (0.10)</u>

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

SKYPOSTAL NETWORKS, INC. (FORMERLY OMEGA UNITED, INC.)
UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF STOCKHOLDER'S EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2008

	Shares	Common Stock	Additional Paid-In Capital	Accumulated Deficit	Total
BALANCES AT DECEMBER 31, 2007	25,131,215	\$ 25,131	\$ 5,127,123	\$ (13,875,345)	\$ (8,723,091)
Net loss			—	(2,003,994)	(2,003,994)
Sale of common stock through private placement	20,661,948	20,662	10,310,312		10,330,974
Stock compensation	3,604,354	3,604	881,852		885,456
Stock compensation (nonvested shares)	—	—	611,291		611,291
Conversion of debt to common stock	7,107,147	7,108	2,992,177		2,999,285
Conversion of accounts payable to common stock	200,000	200	99,800		100,000
Warrants issued		—	188,144		188,144
Warrants exercised		—	10,613		10,613
Private placement transaction costs	30,000	30	(1,553,595)		(1,553,565)
Treasury stock	(320,000)	(320)	(319,680)		(320,000)
BALANCES AT SEPTEMBER 30, 2008	<u>56,414,664</u>	<u>\$ 56,415</u>	<u>\$ 18,348,037</u>	<u>\$ (15,879,339)</u>	<u>\$ 2,525,113</u>

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

SKYPOSTAL NETWORKS, INC. (FORMERLY OMEGA UNITED, INC.)
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	<u>Nine Months Ended September 30</u>	
	<u>2008</u>	<u>2007</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (2,003,994)	\$ (1,566,623)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	85,373	45,140
Bad debt expense	77,726	—
Stock compensation	1,219,931	207,612
Reversal of allowance for doubtful accounts	180,306	3,099
Revaluation and reduction of put option liability	(1,600,000)	—
Changes in assets and liabilities		
(Increase) in accounts receivable	(866,401)	(319,689)
(Increase) in prepaids and other assets	(148,889)	(105,626)
(Increase) decrease in due from stockholders	(129,977)	46,968
(Increase) in intangible and other assets	(818,268)	(82,714)
(Decrease) in accounts payable and accrued liabilities	(2,230,905)	(2,081)
(Decrease) in customer deposits	(10,331)	(106,805)
Net cash used by operating activities	<u>(6,245,429)</u>	<u>(1,880,719)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Capital expenditure	(219,003)	(12,617)
Net cash used in investing activities	<u>(219,003)</u>	<u>(12,617)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Issuance of capital stock	8,777,409	—
Purchase of Treasury Stock	(320,000)	—
Non-compete agreement payment	(136,500)	—
Warrants exercised	10,613	—
Due to affiliates	(438,317)	3,483
Notes payable, net	(932,355)	1,902,449
Net cash provided by financing activities	<u>6,960,850</u>	<u>1,905,932</u>
Net increase in cash and cash equivalents	496,418	12,596
Cash and cash equivalents, beginning of period	851	737
Cash and cash equivalents, end of period	<u>\$ 497,269</u>	<u>\$ 13,333</u>
Supplemental Disclosures of Cash Flow Information:		
Cash paid during the period for:		
Interest	260,675	215,366
Supplemental Disclosures of Non-Cash Transactions		
Accrued stock compensation converted into equity	276,817	—
Trade payable converted into equity	100,000	54,890
Accrued interest from notes payable converted to equity	312,734	—
Notes payable converted into equity, net of bridge loan interest amortization	2,874,694	995,933
Warrants issued with bridge loans	188,144	—
License agreement	—	142,800
Conversion of related party note into equity	—	100,000

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

Note 1 Basis of Presentation

On April 15, 2008, Omega United, Inc. (“Omega”) entered into and closed an Agreement Concerning the Exchange of Securities between Omega and SkyPostal, Inc. (“SkyPostal”) and the Security Holders of SkyPostal (the “Securities Exchange”). Pursuant to the Securities Exchange, Omega issued 29,000,000 shares of common stock for all of the issued and outstanding common stock of SkyPostal. On July 25, 2008, Omega changed its name to SkyPostal Networks, Inc. (the “Company”).

The merger of a private operating company into a non-operating public shell corporation with nominal net assets typically results in the owners and management of the private company having actual or effective operating control of the combined company after the transaction, with shareholders of the former public shell continuing only as passive investors. The Securities and Exchange Commission (“SEC”) staff’s rules indicate that these transactions are to be capital transactions in substance, rather than business combinations. That is, the transaction is equivalent to the private company issuing stock for the net monetary assets of the shell corporation, accompanied by a recapitalization. The accounting is identical to that resulting from a reverse acquisition, except that no goodwill or other intangible assets should be recorded. Accordingly, for accounting purposes, SkyPostal is treated as the acquirer and the historical financial statements presented herein are those of SkyPostal.

The unaudited condensed consolidated financial statements have been prepared pursuant to the rules and regulations of the SEC and reflect all adjustments that are necessary for a fair presentation of the results for interim periods. Except for certain direct expenses totaling \$1,553,565 related to the private placement of common stock with European investors that were subtracted from the gross amount of the proceeds from that sale of common stock and the adjustment to the liability under the redemption agreement (see Note 7 below) all adjustments made were of a normal recurring nature. Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with generally accepted accounting principles in the United States (“U.S. GAAP”) have been condensed or omitted. Although the Company believes that the disclosures made herein are adequate to make the information not misleading, you should read these unaudited condensed consolidated financial statements along with the consolidated financial statements and notes contained in the audited financial statements of Omega for the year ended December 31, 2007 and the audited financial statements for the year ended December 31, 2007 for SkyPostal that were filed in a Form 8-K with the SEC on April 17, 2008.

As shown in the accompanying consolidated financial statements, the Company has incurred operating losses from operations of \$3,145,180 in the nine months ended September 30, 2008 and cash flow from operations has been negative for each of the quarters of 2008. These factors raise substantial doubt about the Company’s ability to continue as a going concern, which was the opinion included in the report of SkyPostal’s independent certified public accountants in the financial statements for the year ended December 31, 2007. The financial statements do not include any adjustments that might result if the Company is unable to continue as a going concern.

Operating results for the interim period should not be viewed as representative of results that may be expected for the year ended December 31, 2008.

Note 2 Liquidity, Financial Condition and Management Plans

Private Placement

From March 7, 2008 through September 29, 2008, the Company sold 20,661,948 shares of its common stock for \$10,330,974, or \$.50 per share. This Private Placement was arranged by Falcon Capital, LLP (“Falcon”) whose Managing Partner, Mathijs van Houweninge, is a Director of the Company. Falcon receives a cash fee of 10% of the total funds raised and is granted warrants to purchase shares of the Company’s common stock equal to 10% of the number of shares sold. Each warrant entitles the holder to purchase a share of the Company’s common stock at an exercise price of \$.50 during an exercise period of

three years from the day a stock subscription agreement is paid in full. Falcon is entitled to receive 2,045,195 warrants.

Liquidity

The Company's cash position at September 30, 2008 was \$497,269. The Company has arranged a line of credit of \$1,200,000 with a factor with whom it has previously worked. Subject to satisfactorily completing due diligence, the Company can borrow up to eighty percent of the value of eligible receivables. This line may provide cash to the Company for a certain period of time but it does not represent a long term solution. The Company is exploring several other alternatives for financing and additional equity capital but there can be no assurances that these efforts will be successful. Management has also identified opportunities to lower operating and administrative costs and increase revenue in an effort to reduce the current negative cash flow. These measures include payroll reduction, implementation of programs to increase efficiency of sorting operations and curtailment of general expenses.

As of September 30, 2008, the Company had no indebtedness, with the exception of a share option agreement entered into with a shareholder on April 1, 2007 and a non-compete agreement entered into with the same shareholder beginning April 1, 2008 (see Note 7 Commitments and Contingencies below).

Under the share option and non-compete agreements, on October 1, 2008, the shareholder requested the exercise of its put option and quarterly payment scheduled in the non-compete. Exercise of the option and payment of the non-compete would have required the Company to disburse \$223,000. Based on the Company's current cash position, the Company engaged in discussions with the shareholder to negotiate a temporary suspension of the shareholder's redemption rights, as well as the payments scheduled under the non-compete agreement (see Note 11 Subsequent Events below).

Management Plans

In addition to solving the immediate cash shortage, the Company intends to seek out future acquisitions in order to achieve operating income sufficient to cover other expenses and achieve a net profit. To complete such acquisitions the Company may require additional financing for which the Company has no financing commitments and for which management believes no assurances can be given that such financing commitments will be obtained. The Company also plans to seek out new customers and to increase business with existing customers as additional means to increase tonnage and reach profitability.

Note 3 Significant Accounting Policies

Principles of Consolidation

The merger of a private operating company into a non-operating public shell corporation with nominal net assets typically results in the owners and management of the private company having actual or effective operating control of the combined company after the transaction, with shareholders of the former public shell continuing only as passive investors. The SEC staff's rules indicate that these transactions are to be capital transactions in substance, rather than business combinations. That is, the transaction is equivalent to the private company issuing stock for the net monetary assets of the shell corporation, accompanied by a recapitalization. The accounting is identical to that resulting from a reverse acquisition, except that no goodwill or other intangible assets should be recorded.

Accordingly, for accounting purposes, SkyPostal is treated as the acquirer and the historical financial statements presented herein are those of SkyPostal.

Loss Per Share

Basic loss per share is presented on the face of the unaudited condensed consolidated statements of operations. As provided by the Statement of Financial Accounting Standards ("SFAS") No. 128, "Earnings per Share," basic loss per share is calculated as the loss attributable to common stockholders divided by the weighted average number of shares outstanding during the periods. Diluted loss per share reflects the potential dilution that could occur from common shares issuable through stock options, stock grants and warrants. Basic and diluted earnings per share are the same for the three months ended September 30, 2007 and the nine months ended September 30, 2008 and 2007.

Use of Estimates

The preparation of unaudited condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in the unaudited condensed consolidated financial statements and accompanying notes. Such estimates and assumptions impact, among others, the following: the amount of uncollectible accounts receivable, the amount to be paid for the settlement of liabilities related to cost of sales, the estimated useful lives for property and equipment and the value assigned to the warrants granted in connection with the various financing arrangements. Actual results could differ from those estimates.

Fair Values

In September 2006, the FASB issued SFAS No. 157, *Fair Value Measurements* ("SFAS No. 157"), which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair-value measurements required under other accounting pronouncements. SFAS No. 157 does not change existing guidance as to whether or not an instrument is carried at fair value and is effective for financial statements issued for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years. In February 2008, the FASB issued FASB Staff Position No. FAS 157-1 (FSP FAS 157-1), which excludes SFAS No. 13, "*Accounting for Leases*" and certain other accounting pronouncements that address fair value measurements under SFAS No. 13, from the scope of SFAS 157. In February 2008, the FASB issued FASB Staff Position No. 157-2 (FSP 157-2), which provides a one-year delayed application of SFAS No. 157 for nonfinancial assets and liabilities, except for items that are recognized or disclosed at fair value in the financial statements on a recurring basis (at least annually). The adoption is not expected to have a material impact on the financial statements.

In October 2008, the FASB issued FASB Staff Position No. FAS 157-3, "*Determining the Fair Value of a Financial Asset in a Market That Is Not Active*" (FSP 157-3), which clarifies the application of SFAS No. 157 when the market for a financial asset is inactive. Specifically, FSP 157-3 clarifies how (1) management's internal assumptions should be considered in measuring fair value when observable data are not present, (2) observable market information from an inactive market should be taken into account, and (3) the use of broker quotes or pricing services should be considered in assessing the relevance of observable and unobservable data to measure fair value. The guidance in FSP 157-3 is effective immediately and will apply to the Company upon adoption of SFAS No. 157.

The significant accounting policies of the Company are described in detail in the audited financial statements of SkyPostal as of and for the year ended December 31, 2007.

Note 4 New Pronouncements

In December 2007, the FASB issued SFAS 141R, "*Business Combinations - Revised 2007*," which replaces FASB Statement No. 141, "*Business Combinations*." SFAS 141R establishes principles and requirements intending to improve the relevance, representational faithfulness, and comparability of information that a reporting entity provides in its financial reports about a business combination and its effects. This is accomplished through requiring the acquirer to recognize assets acquired and liabilities assumed arising from contractual contingencies as of the acquisition date, measured at their acquisition-date fair values. This includes contractual contingencies only if it is more likely than not that they meet the definition of an asset or a liability in FASB Concepts Statement No. 6, "*Elements of Financial Statements - a replacement of FASB Concepts Statement No. 3*." This statement also requires the acquirer to recognize goodwill as of

the acquisition date, measured as a residual. However, this statement improves the way in which an acquirer's obligations to make payments conditioned on the outcome of future events are recognized and measured, which in turn improves the measure of goodwill. This statement also defines a bargain purchase as a business combination in which the total acquisition-date fair value of the consideration transferred plus any noncontrolling interest in the acquiree, and it requires the acquirer to recognize that excess in earnings as a gain attributable to the acquirer. This therefore improves the representational faithfulness and completeness of the information provided about both the acquirer's earnings during the period in which it makes a bargain purchase and the measures of the assets acquired in the bargain purchase. The Company does not expect the adoption of this pronouncement to have an effect on its financial statements.

In December 2007, the FASB issued SFAS No. 160, "*Noncontrolling Interests in Consolidated Financial Statements - an amendment of ARB No. 51*," which establishes accounting and reporting standards to improve the relevance, comparability, and transparency of financial information in its consolidated financial statements. This is accomplished by requiring all entities that prepare consolidated financial statements, except not-for-profit organizations, to (a) clearly identify, label, and present ownership interests in subsidiaries held by parties other than the parent in the consolidated statement of financial position within equity, but separate from the parent's equity; (b) clearly identify and present both the parent's and the noncontrolling interest's attributable consolidated net income on the face of the consolidated statement of income; (c) consistently account for changes in parent's ownership interest while the parent retains its controlling financial interest in its subsidiary and for all transactions that are economically similar to be accounted for similarly; (d) measure any gain, loss or retained noncontrolling equity at fair value after a subsidiary is deconsolidated; and (e) provide sufficient disclosures that clearly identify and distinguish between the interests of the parent and the interests of the noncontrolling owners. This Statement also clarifies that a noncontrolling interest in a subsidiary is an ownership interest in the consolidated entity that should be reported as equity in the consolidated financial statements. SFAS No. 160 is effective for fiscal years, and interim periods on or after December 15, 2008. The Company does not expect the adoption of this pronouncement to have a material impact on its financial statements.

In March 2008, the FASB issued SFAS No. 161, "*Disclosures about Derivative Instruments and Hedging Activities*" ("SFAS 161"). SFAS 161 requires specific disclosures about derivative instruments in the financial statements; how derivative instruments are accounted for; and how derivative instruments affect an entity's financial position, financial performance, and cash flows. SFAS 161 is effective for fiscal years and interim periods beginning after November 15, 2008. The Company does not expect the adoption of this pronouncement to have a material impact on its financial statements.

Note 5 Concentration of Credit Risk

In the normal course of business, the Company incurs credit risk from accounts receivable and transactions with financial institutions. The Company has a credit policy which is used to manage the risk. As part of this policy, limits on exposure with counterparties have been set and are monitored on a regular basis. Anticipated bad debt losses have been provided for in the allowance for doubtful accounts. During the three months ended September 30, 2008, approximately 13.0% of the Company's revenues were generated from one customer and approximately 10.8% of the Company's cost of sales was purchased from one vendor. During the nine months ended September 30, 2008, approximately 12.3% of the Company's revenues were generated from one customer and approximately 14.2% of the Company's cost of sales was purchased from one vendor. At September 30, 2008, one customer represented approximately 16.3% of the Company's gross accounts receivable and one vendor represented approximately 16.8% of the Company's accounts payable.

Note 6 Foreign Sales

U.S. and Foreign revenues are shown below:

Region	Three Months		Change		Nine Months		Change	
	Ended September 30		Amount	Percent	Ended September 30		Amount	Percent
	2008	2007			2008	2007		
U.S.	\$ 1,635,485	\$ 1,402,932	\$ 232,553	16.6%	\$ 4,997,399	\$ 4,135,539	\$ 861,860	20.8%
Foreign	531,054	532,122	\$ (1,068)	(0.2)%	1,701,253	1,691,239	\$ 10,014	0.6%
Total	\$ 2,166,539	\$ 1,935,054	\$ 231,485	12.0%	\$ 6,698,652	\$ 5,826,778	\$ 871,874	15.0%

There are no substantial assets used in foreign operations.

Note 7 Commitments and Contingencies

Share Option Agreement

On April 1, 2007, SkyPostal agreed to a mandatory redemption with a shareholder of 3,200,000 shares of common stock at a price per share of \$1.00, wherein the shareholder has the right to put to SkyPostal up to 160,000 shares each quarter beginning April 1, 2008. The shareholder exercised its right to put on April 1, 2008 and July 1, 2008. The Company made two redemption payments of \$ 160,000 each in the second and third quarters of 2008, which were recorded as additions to treasury stock. Management believes that the shareholder will continue to exercise their put options until such time as the Company's stock is trading above \$1 per share and there is sufficient trading and liquidity in the Company's stock to offer an alternative to the put.

In 2007, the Company recorded a liability of \$ 1,600,000 related to the redemption agreement with the shareholder in accordance with SFAS 150 - *Fair Value Measurement*. At December 31, 2007, SkyPostal's stock price was valued at \$.50 per share. Accordingly, a liability of \$1,600,000 was recorded for the difference between the stock price at December 31, 2007 and the exercise price of each put option multiplied by the 3.2 million shares subject to the put. At June 30, 2008, the Company's stock price was \$ 1.45 and the amount of the liability was adjusted to zero. The adjustment to the liability was determined using Level 1 type information. This adjustment of the liability resulted in a gain on the income statement of \$ 1,520,000 based on the 3,040,000 shares that had not yet been redeemed under the agreement. In addition to this adjustment, as a result of the put of 160,000 shares in the second quarter of 2008, the Company also recorded a non-cash gain of \$80,000 during the second quarter of 2008.

If the Company's stock price is valued at less than \$1 per share prior to the expiration of the put options on January 2, 2013, the Company will record a liability for the put based on the number of shares not yet redeemed multiplied by the difference between the Company's stock price and the exercise price of the put option. The recording of such a liability would result in an equal amount of expense being charged to the statement of operations. At September 30, 2008, the Company's stock price was \$1.25 (using Level 1 type information) and consequently no recording of a liability related to the redemption agreement was required in management's opinion. At the time of this filing the Company's stock price was below \$1 per share, and if it should be at these levels on December 31, 2008, the Company would be required to record a liability in an amount as described above.

Coincident with the redemption agreement, the shareholder also entered into a non-compete agreement with SkyPostal. Under this agreement the shareholder receives payments totaling \$ 735,000 beginning April 1, 2008, according to the schedule shown below:

Year	Amount
2008	\$ 199,500
2009	217,000
2010	161,000
2011	105,000
2012	49,000
2013	3,500
Total	\$ 735,000

Payments are made on a quarterly basis and the first and second payments were made in the second and third quarters of 2008. The non-compete agreement was recorded as an intangible asset on the balance sheet and amortized over the term of the agreement with an offsetting liability to recognize the cumulative future payments.

Note 8 Share-based Compensation

The Company has agreed to compensate certain employees, directors and advisor through the grant of restricted shares of common stock. In general, these nonvested shares vest over a certain number of years and are subject to the employees, directors and advisor continuing service to the Company. The cost of nonvested shares is determined using the fair value of the Company's common stock on the date of grant. The compensation expense is recognized over the vesting period.

Employee Stock Grants. The Board of Directors of the Company agreed on April 15, 2008 to grant to certain employees shares of common stock at \$.50 per share. The shares are governed by a two year vesting schedule wherein all shares are forfeited if the employee resigns prior to April 15, 2009 and a twelve month lock up period beginning on the grant date.

Director Grants. The Board of Directors approved on June 1, 2008 a grant to each director of 135,000 shares of common stock. These shares vest over a two year schedule and are subject to certain claw back rights and sale restrictions.

Advisor Grants. On April 5, 2008, the Company granted 350,000 shares of common stock to an advisor in consideration for certain advisory services. These shares vest over a three year period and are subject to certain claw back rights and sale restrictions.

Valuation of Grants. A summary of the status of the Company's non-vested shares (restricted stock), as of December 31, 2007 and September 30, 2008, and changes during the nine months ended September 30, 2008, is presented below:

	Shares	Weighted Average Grant- Date Fair Value (per share)
Nonvested at December 31, 2007	—	—
Awarded	2,289,136	\$ 0.73
Vested	—	—
Forfeited	(25,000)	0.50
Nonvested at September 30, 2008	<u>2,264,136</u>	<u>\$ 0.74</u>

For the quarter ended September 30, 2008, \$415,122 in expense was recorded relating to the stock grants and is reflected in the caption Stock Based Compensation on the condensed consolidated statements of operations. As of September 30, 2008, there was \$1,054,027 of total unrecognized compensation cost related to non-vested share-based compensation arrangements granted under the plans. That cost is expected to be fully recognized over a period of three years. No shares vested during the quarter ended September 30, 2008.

Note 9 Commitments

The Company has non-cancellable operating leases that expire in 2013. Rental expense under these leases was \$121,381 and \$107,343 for the nine-month periods ending September 30, 2008 and 2007, respectively. Additional future rental commitments are shown below:

<u>Year</u>	<u>Commitment</u>
2008	\$ 61,000
2009	143,000
2010	84,000
2011	86,000
2012	89,000
2013	60,000
Total	<u>\$ 523,000</u>

Note 10 Intangible and Other Assets

Intangible and other assets, net, consisted of the following at:

	<u>September 30, 2008</u>	<u>December 31, 2007</u>
Escrow deposits in connection with possible acquisitions	\$ 250,000	\$ 30,000
Escrow deposit in connection with investor relations services	500,000	—
Security deposits	79,093	27,698
Intellectual property - trade marks	79,248	32,375
License service agreement	142,800	142,800
Non-compete agreement	735,000	—
Less: Amortization of non-compete agreement	(52,500)	—
	<u>\$ 1,733,641</u>	<u>\$ 232,873</u>

The Company has placed a deposit in escrow in the amount of \$250,000 in connection with a possible acquisition. This deposit will be fully refunded to the Company should the acquisition not materialize.

Note 11 Subsequent Events

Under the redemption agreement referred to in Note 7 above, the shareholder requested the exercise of its put option for 160,000 shares of common stock on October 1, 2008, which would have required the Company to pay \$160,000. Based on the Company's current cash position, the Company engaged in discussions with the shareholder to negotiate a temporary suspension of the shareholder's redemption rights, which include future additional payments of \$1,280,000 (including the October payment).

With the same shareholder the Company was required to make a payment of \$63,000 on October 1, 2008 under a non-compete agreement. Based on the Company's current cash position, the Company engaged in discussions with the shareholder to negotiate a temporary suspension of the payments scheduled under the non-compete agreement.

On October 27, 2008 an S-1 filing by the Company was approved by the Securities and Exchange Commission. Through the filing the Company is registering an additional 30,382,097 shares of common stock, or 53.9% of total shares outstanding as of September 30, 2008.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Special Note about Forward Looking Statements

This report contains certain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934 (the "Exchange Act"), which are based on management's exercise of business judgment, as well as assumptions made by and information currently available to management. When used in this document, the words "may", "will", "anticipate", "believe", "estimate", "expect", "intend" and other similar words are intended to identify any forward-looking statements. You should not place undue reliance on these forward-looking statements. These statements reflect management's current view of future events and are subject to certain risks and uncertainties. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, the Company's actual results could differ materially from those anticipated in these forward-looking statements. The Company undertakes no obligation, and does not intend to update, revise or otherwise publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof, or to reflect the occurrence of any unanticipated events. Although the Company believes that its expectations are based on reasonable assumptions, it can give no assurance that its expectations will materialize.

Introduction

The Company is an international mail distribution company based in Miami, Florida that specializes in the hand delivery to final addressees of commercial mail and periodicals mailed into the Latin America-Caribbean region (LAC) from the United States and Europe.

Overview

The Company provides international, wholesale mail delivery services to 20 major countries in LAC, of which all of the countries would be classified as emerging markets. The Company provides a door-to-door service largely using outsourced transportation via international commercial airlines and local in-country delivery companies, private postal services and national postal services in some countries. The Company operates a facility in Miami, FL for the sorting and consolidating of mail for shipment to specific countries in Latin America. It outsources its mail sorting facility in London, which processes mail originating in Europe. By combining its expertise in international logistics with its outsourced network of in-country private postal services, the Company is one of only a few companies that can reliably deliver international mail in a time defined period to the ultimate recipient in Latin America at costs below the international applicable postage of the originating country.

The Company generates revenue based on the tonnage of mail delivered, measured in kilograms, based on the distance to deliver, contract terms for committed annual tonnage or service and volume discounts.

International wholesale mail delivery is intensely competitive and includes the U.S. Postal Service and many of the postal administrations in Latin America, many wholesale companies that typically focus on specific geographic markets and smaller wholesalers that typically serve a single country. National postal administrations also provide similar services that compete with the Company. Many of these companies are better capitalized than the Company, which may enable them to increase market share in periods of economic downturn and higher petroleum prices.

The industry is characterized by the frequent use of outsourced services or sub-contractors for transport, sorting and delivery. Transport and delivery service costs are to a significant degree affected by the market price for petroleum. In the third quarter of 2008 petroleum prices declined, in contrast with the second quarter of 2008, but such price declines have not yet been passed on by air freight suppliers. Management believes that if petroleum prices remain at current levels or continue to decline then the cost of line haul per kilogram will decline and margins will improve.

Tonnage has increased for each of the last seven quarters on a trailing twelve month basis by approximately 31%. Management continues to believe that tonnage will increase for the remainder of 2008 on a trailing twelve month basis. The Company expects that revenue per kilogram may show a modest decline over the remainder of 2008 due to continuing pricing pressure from competition, but overall revenue will increase for the remainder of the year. Delivery cost per kilogram will most likely vary with the price of oil and the margin between revenue and delivery costs would be adversely affected by increases in oil prices.

In June 2008, the Company activated a subsidiary, SkyShop Logistics, Inc. ("SkyShop"), to begin offering a new service. The new service enables non-U.S. resident internet shoppers to use SkyShop as their mailing address for U.S. e-commerce websites. In October 2008, the Company launched the service. There were no material revenues at the date of this filing.

Comparison of Three Months Ended September 30, 2008

The following table sets forth, for the periods indicated, unaudited condensed consolidated statements of operations information and information from the Company's unaudited condensed consolidated statements of operations expressed as a percentage of revenue.

	Three Months Ended September 30		Change	
	2008	2007	Amount	Percent
NET REVENUES	\$ 2,166,539	\$ 1,935,054	\$ 231,485	12.0%
OPERATING EXPENSES				
Cost of Delivery	1,756,364	1,507,550	248,814	16.5
General and Administrative	1,268,830	748,044	520,786	69.6
Stock Based Compensation	415,122	69,204	345,918	499.9
Factoring Fees	—	81,546	(81,546)	(100.0)
TOTAL OPERATING EXPENSES	3,440,316	2,406,344	1,033,972	43.0
OPERATING LOSS	(1,273,777)	(471,290)	(802,487)	170.3
OTHER EXPENSES/(INCOME)				
Interest	(4,204)	176,657	(180,861)	(102.4)
Reversal of excess of value of put options over the estimated fair value of shares	—	—	—	
Other	93,189	6,059	87,130	1,438.0
TOTAL OTHER EXPENSES/(INCOME)	88,985	182,716	(93,731)	(51.3)
NET LOSS	\$ (1,362,762)	\$ (654,006)	\$ (708,756)	108.4%
WEIGHTED AVERAGE SHARES OUTSTANDING:				
Basic	55,909,810	15,742,519	40,167,291	255.2%
Effect of dilutive shares	—	—	—	
Diluted	<u>55,909,810</u>	<u>15,742,519</u>	<u>40,167,291</u>	255.2%
NET LOSS PER SHARE:				
Basic	\$ (0.02)	\$ (0.04)	\$ 0.02	(50.0)%
Diluted	\$ (0.02)	\$ (0.04)	\$ 0.02	(50.0)%

Revenue

The increase in revenue in the third quarter of 2008 compared to the third quarter of 2007 was largely due to an increase in tonnage of 21.5 percent, which was partially offset by a 7.8 percent decrease in revenue per kilogram. Revenue per kilogram declined in both of the Company's lines of business—U.S. and International. Tonnage for the third quarter of 2008 was lower than second quarter of 2008 by 0.6 percent, which is the second consecutive quarter in which tonnage declined. The decline in the third quarter 2008 is largely attributable to a decline in outbound freight generated by customers in Latin America.

Operating Expenses

Cost of Delivery. This expense decreased on a per kilogram basis by 4.1 percent in the third quarter of 2008 compared with the prior year. The margin between revenue and delivery cost in dollar terms declined by 4.1 percent when compared with third quarter 2007, as revenue per kilogram declined by 7.8 percent.

General and Administrative. This expense increased due to an increase in salaries and benefits related to the addition of senior management and administrative staff, additional legal expenses and additional insurance expense for a Directors and Officers policy and a key man policy on the Chief Executive Officer. Most of these additional expenses were incurred in connection with compliance requirements of publicly traded companies.

Stock Based Compensation. This non-cash expense increased due to the recognition of compensation related to stock grants, as described in the Company's 10-Q filed on August 14, 2008. This expense will continue to be incurred in the future as the Company amortizes the cost of a new equity based compensation plan for employees, directors and advisors on vesting dates over the next three years.

Factoring Fees. The Company terminated its relationship with the factor during the second quarter of 2008 and consequently no expense was incurred in the third quarter of 2008.

Operating Loss. The operating loss in 2008 increased because of the decrease in the margin between revenue and delivery cost, additional professional and administrative expenses and additional stock based compensation expense.

Other Expenses

Interest. The company had no interest bearing debt in the third quarter of 2008.

Other Expense. This amount increased in 2008 mostly due to increased depreciation and amortization of the non-compete agreement with a shareholder.

Net Income

The increase in net loss in the quarter ended September 30, 2008 compared with the prior year is largely due to the operating loss of \$1,273,777 for the period.

Comparison of Nine Months Ended September 30, 2008

The following table sets forth, for the periods indicated, unaudited condensed consolidated statements of operations information and information from the unaudited condensed consolidated statements of operations expressed as a percentage of revenue.

	Nine Months Ended September 30		Change	
	2008	2007	Amount	Percent
NET REVENUES	\$ 6,698,652	\$ 5,826,778	\$ 871,874	15.0%
OPERATING EXPENSES				
Cost of Delivery	5,509,069	4,470,015	1,039,054	23.2
General and Administrative	3,013,367	1,966,110	1,047,257	53.3
Stock Based Compensation	1,225,930	207,612	1,018,318	490.5
Factoring Fees	95,466	199,552	(104,086)	(52.2)
TOTAL OPERATING EXPENSES	9,843,832	6,843,289	3,000,543	43.8
OPERATING LOSS	(3,145,180)	(1,016,511)	(2,128,669)	209.4
OTHER EXPENSES/(INCOME)				
Interest	376,352	392,023	(15,671)	(4.0)
Reversal of excess of value of put options over the estimated fair value of shares	(1,600,000)	—	(1,600,000)	
Other	82,462	158,089	(75,627)	(47.8)
TOTAL OTHER EXPENSES/(INCOME)	(1,141,186)	550,112	(1,691,298)	(307.4)
NET LOSS	\$ (2,003,994)	\$ (1,566,623)	\$ (437,371)	27.9%
WEIGHTED AVERAGE SHARES OUTSTANDING:				
Basic	44,035,472	15,087,253	28,948,219	191.9%
Effect of dilutive shares	—	—	—	
Diluted	44,035,472	15,087,253	28,948,219	191.9%
NET LOSS PER SHARE:				
Basic	\$ (0.05)	\$ (0.10)	\$ 0.05	(50.0)%
Diluted	\$ (0.05)	\$ (0.10)	\$ 0.05	(50.0)%

Revenue

Revenue increased in the first nine months of 2008 compared to the third quarter of 2007 due to an increase in tonnage of 20.6 percent, offset by a 4.7 percent decline in revenue per kilogram. Revenue increased in the U.S. business segment by 20.8 percent and the international segment, which includes both outbound Latin American freight and mail originating in Europe, by 0.6 percent.

Operating Expenses

Cost of Delivery. This expense increased on a per kilogram basis by approximately 2.2 percent. The margin between revenue and delivery cost was affected by petroleum price increases and declined by 12.3 percent in dollar terms when compared with the first nine months of 2007.

General and Administrative. This expense increased due to additional costs for professional services related to the Securities Exchange and SEC filing requirements and an increase in salaries and benefits related to the addition of senior management and administrative staff.

Stock Based Compensation. This non-cash expense increased due to share-based compensation expense recognized during the period, as described in Note 8, as well as stock granted to senior management pursuant to certain agreements the Company entered into in connection with the Securities Exchange of April 15, 2008.

Factoring Fees. This expense declined as the Company terminated its relationship with the factor during the second quarter of 2008.

Operating Loss. The operating loss in 2008 increased because the margin between revenue and delivery costs declined both in dollar and percentage terms in the first nine months of 2008 and general and administrative expenses increased from 33.7 percent of revenue for the nine months ending September 30, 2007 to 45.0 percent for the comparable period in 2008. An increase in non-cash stock based compensation also contributed to the increased operating loss.

Other Expenses

Interest Expense. Interest expense for the nine month period was approximately equal to the same period in the prior year. All interest expense in 2008 was incurred in the first two quarters, as the Company had no interest bearing debt in the third quarter.

Other Income. This non-recurring gain occurred due to an adjustment to a put liability as explained in Note 7 above.

Net Loss. The increase in net loss is primarily attributable to the increase in the operating loss. Total non-recurring, non-cash gains of \$1.6 million on the adjustment to the value of the put option and put of 160,000 shares in the second quarter of 2008 reduced the net loss.

Liquidity and Capital Resources

The Company's cash position at September 30, 2008 was \$497,269. The Company has arranged a line of credit of \$1,200,000 with a factor with whom it has previously worked. Subject to satisfactorily completing due diligence, the Company can borrow up to eighty percent of the value of eligible receivables. This line may provide cash to the Company for a certain period of time but it does not represent a long term solution. The Company is exploring several other alternatives for financing and additional equity capital but there can be no assurances that these efforts will be successful. Management has also identified opportunities to lower operating and administrative costs and increase revenue in an effort to reduce the current negative cash flow. These measures include payroll reduction, implementation of programs to increase efficiency of sorting operations and curtailment of general expenses.

Operating Activities. The Company's principal source of liquidity is not cash generated from operations. The net cash used in operating activities in the nine months ending September 30, 2008 was \$6,245,429.

Financing Activities. During the nine months ended September 30, 2008, cash provided by financing activities was \$6,960,850, which was largely derived from the Private Placement (See Note 2 Liquidity, Financial Condition and Management Plans). The Company repaid loans from third parties totaling \$932,355 and amounts owing to shareholders totaling \$438,317. The repurchase of treasury stock totaling \$320,000 is due to the redemption agreement (see Note 7 Commitments and Contingencies above).

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK**Interest Rate Risk**

The Company may be subject to interest rate risk primarily associated with borrowings to fund its strategy and to ensure liquidity for any future transactions such as acquisitions. Interest rate risk is the risk that changes in interest rates could adversely affect earnings and cash flows. Specific interest rate risks may include the risk of increasing interest rates on short-term debt and the risk of increasing interest rates for new fixed rate long-term financings.

Foreign Currency Risk

The Company bills 100% of its revenues in US Dollars but incurs certain expenses in foreign currencies. The Company has not undertaken foreign exchange hedging transactions and is completely exposed to foreign currency transaction risk for such expenses.

ITEM 4. CONTROLS AND PROCEDURES**Disclosure Controls and Procedures**

Management, including the Company's Chief Executive Officer and the Chief Financial Officer, believes that the Company should improve the effectiveness of the Company's disclosure controls and procedures and prepare to become compliant with the requirements of the Sarbanes-Oxley Act of 2002, to which the Company is not yet subject. The Company has completed a risk assessment, which is the first phase of the necessary work to comply with Sarbanes-Oxley. Management plans to involve the Company's external auditors in the determination of the future work to be performed.

Internal Control over Financial Reporting

There has been no change in the Company's internal control over financial reporting, as defined in Rule 13a-15(f) under the Securities Exchange Act of 1934, as amended, during the quarter ended September 30, 2008 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

While changes may have occurred in the Company's internal controls during the quarter ended September 30, 2008, there were no changes that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II - OTHER INFORMATION**ITEM 1. LEGAL PROCEEDINGS**

None.

ITEM 1A. RISK FACTORS

An investment in the Company's common stock is speculative and involves a high degree of risk. You should carefully consider the risks described below and the other information in this report before purchasing any shares of the Company's common stock. The risks and uncertainties described below are not the only ones facing the Company. Additional risks and uncertainties may also adversely impair the Company's business operations. Such factors may have a significant impact on its business, operating results, liquidity and financial condition. As a result of the identified risk factors, actual results could differ materially from those projected in any forward-looking statements. Additional risks and uncertainties not presently known to the Company, or that are currently considered to be immaterial, may also impact the Company's business, operating results, liquidity and financial condition. If any such risks occur, the Company's business, operating results, liquidity and financial condition could be materially affected in an

adverse manner. In addition, the trading price of the Company's stock, when and if a market develops for the Company's stock, could decline.

Risks Related to the Company

As shown in the accompanying consolidated financial statements, the Company has incurred operating losses from operations of \$3,145,180 in the nine months ended September 30, 2008 and cash flow from operations has been negative for each of the quarters of 2008. These factors raise substantial doubt about the Company's ability to continue as a going concern, which was the opinion included in the report of SkyPostal's independent certified public accountants in the financial statements for the year ended December 31, 2007. The financial statements do not include any adjustments that might result if the Company is unable to continue as a going concern.

The Company relies on its relationships with major state owned and private postal operators and cannot be assured that these relationships will be sustained, in which event its revenue and any profitability would be reduced.

SkyPostal has agreements with government postal services, such as the French postal service and Deutsche Post's DHL Global Mail, to deliver commercial mail into the LAC. SkyPostal also delivers mail to the LAC for a number of large international companies. The agreements may generally be cancelled on 30 days' notice and do not require any minimum quantities of mail to be delivered. There can be no guarantee that the level of future mail to be delivered from current clients will continue. A material decrease in tonnage from any of SkyPostal's major mailers, or the loss of any of its larger clients, would reduce its revenue and any profitability. In addition, to the extent that new clients are added, whether following the loss of existing clients or otherwise, the Company may incur substantial start-up expenses in initiating services to new clients.

The Company's growth may be dependent on its ability to complete acquisitions and integrate the operations of acquired businesses, in the absence of which its revenue would be reduced from anticipated levels.

The Company expects that a significant portion of its growth may be achieved through acquisitions of other private postal delivery companies and its growth strategy includes such acquisitions. The Company may not be able to make acquisitions in the future and any acquisitions that are made may not be successful. Furthermore, future acquisitions may have a material adverse effect upon operating results, particularly in periods immediately following the consummation of those transactions while the operations of the acquired businesses are being integrated into the Company's operations. Additionally, the Company's ability to make any future acquisitions may depend upon obtaining additional financing, and the Company may not be able to obtain additional financing on acceptable terms or at all. To the extent that the Company seeks to acquire other businesses in exchange for its common stock, fluctuations in the stock price could have a material adverse effect on its ability to complete acquisitions.

Achieving the benefits of acquisitions depends on the timely, efficient and successful execution of a number of post-acquisition events, including integrating the business of acquired companies into the Company's purchasing programs, distribution network, marketing programs and reporting and information systems. The Company may not be able to successfully integrate acquired companies' operations or personnel, or realize the anticipated benefits of the acquisition. The Company's ability to integrate acquisitions may be adversely affected by many factors, including the size of the business acquired and the allocation of its limited management resources among various integration efforts.

While the Company's corporate plans call for the acquisition of additional businesses, managing growth may be difficult and the actual growth rate may decline, thereby reducing revenue and increasing expenses.

The Company's growth has placed and will continue to place significant demands on administrative, operational and financial resources, and the Company may not be able to successfully integrate the operations of acquired businesses with its existing operations, which could have a material adverse effect

on the business, and growth may not continue. To the extent that its customer base and its services continue to grow, this growth will place a significant demand on its managerial, administrative, operational and financial resources. Future performance and results of operations will depend in part on its ability to successfully implement enhancements to its business management systems and to adapt those systems as necessary to respond to changes in the business.

The Company is dependent for success on a few key executive officers, including Albert P. Hernandez. Its inability to retain those officers would impede its growth strategy, which would have a negative impact on the business and the value of your investment.

The Company's success is largely dependent on the skills, experience and efforts of Albert P. Hernandez, its Chief Executive Officer, and other key executive officers. The loss of one or more of the Company's executive officers could have a material adverse effect upon its growth strategy and future business development, and therefore the value of your investment. The Company maintains a key man life insurance policy on Mr. Albert Hernandez, the CEO. Additionally, any failure to attract and retain qualified employees in the future could also negatively impact the Company's business strategy.

Negative economic and political developments in the Latin American-Caribbean region may reduce the Company's revenue and any profitability.

A large portion of the Company's operations is located in LAC. As a result, the Company's financial condition, results of operations and business may be negatively affected by the general condition of LAC's regional economy, any devaluation of local currencies as compared to the US Dollar, as well as inflation, interest rates, regulation, taxation, social instability and other political, social and economic developments in the LAC region. Any of these events could reduce its revenue and any profitability.

Currency fluctuations or the devaluation and depreciation of local currencies could limit the Company's ability to convert those currencies into US Dollars or reduce the amount of US Dollars received upon currency conversions.

Decreases in the value of any of the currencies within the LAC region against the US Dollar could cause the Company to incur foreign exchange losses, which would reduce net income. Severe devaluation or depreciation of the currencies of countries in the LAC region may also result in governmental intervention, as has resulted in Venezuela, or disruption of international foreign exchange markets. This may limit the Company's ability to transfer or convert those currencies into US Dollars and other currencies. To the extent that a foreign government institutes restrictive exchange control policies in the future, the Company's ability to transfer or convert foreign currencies into US Dollars may be limited.

The Company may need to raise additional funds in the future. If additional funds are raised through the issuance of equity or convertible debt securities, the percentage ownership of the current stockholders of the Company will be reduced, stockholders may experience additional dilution and such securities may have rights, preferences and privileges senior to those of the common stock and may have covenants which impose restrictions on the Company's operations.

Increase in Petroleum Prices

The price of crude oil has been steadily increasing since 2002 and most dramatically in the second quarter of 2008. The price of crude increased from approximately \$90 per barrel in January 2008 to approximately \$140 per barrel in July 2008 according to the Energy Information Administration. This steep increase in prices affected the worldwide transportation industry, including the Company's key air service providers (line haul).

The Company believes that its cost of line haul will continue to increase if petroleum prices continue to rise, that it may not be able to pass on a portion or all of these costs to its customers and that the margin between revenue and delivery cost per kilogram may decline. Any of these outcomes may negatively affect

profitability, the ability of the Company to cover its fixed expenses, cash flow, earnings per share and the price of the Company's stock, if and when a market develops.

Risks Relating to the Company's Securities

Insiders have substantial control over the Company, and they could delay or prevent a change in its corporate control even if its other stockholders wanted it to occur. Accordingly, these insiders may be able to control all matters requiring stockholder approval, including the election of directors and approval of significant corporate transactions. This could delay or prevent an outside party from acquiring or merging with the Company even if its other stockholders wanted it to occur.

If the Company fails to remain current on its reporting requirements, it could be removed from the OTC Bulletin Board which would limit the ability of broker dealers to sell its securities and the ability of stockholders to sell their securities in the secondary market.

Companies trading on the OTC Bulletin Board must be reporting issuers under Section 12 of the Securities Exchange Act of 1934, as amended, and must be current in their reports under Section 13, in order to maintain price quotation privileges on the OTC Bulletin Board. If the Company fails to remain current on its reporting requirements, it could be removed from the OTC Bulletin Board. As a result, the market liquidity for the Company's securities could be severely affected and limit the ability of broker-dealers to sell the Company's securities and the ability of stockholders to sell their securities in the secondary market. In addition, the Company may be unable to get re-listed on the OTC Bulletin Board, which may have an adverse material effect on the Company.

Any market that develops in shares of the Company's common stock will be subject to the penny stock regulations and restrictions, which could impair liquidity and make trading difficult.

SEC Rule 15g-9, as amended, establishes the definition of a "penny stock" as any equity security that has a market price of less than \$5.00 per share or with an exercise price of less than \$5.00 per share, subject to a limited number of exceptions. It is likely that the Company's shares will be considered to be penny stock for the immediately foreseeable future. This classification severely and adversely affects the market liquidity for its common stock.

For any transaction involving a penny stock, unless exempt, the penny stock rules require that a broker or dealer approve a person's account for transactions in penny stock and the broker or dealer receive from the investor a written agreement to the transaction setting forth the identity and quantity of the penny stock to be purchased. To approve a person's account for transactions in penny stock, the broker or dealer must obtain financial information and investment experience and objectives of the person and make a reasonable determination that the transactions in penny stock are suitable for that person and that that person has sufficient knowledge and experience in financial matters to be capable of evaluating the risks of transactions in penny stock.

The broker or dealer must also deliver, prior to any transaction in a penny stock, a disclosure schedule prepared by the SEC relating to the penny stock market, which, in highlight form, sets forth:

- the basis on which the broker or dealer made the suitability determination, and
- that the broker or dealer received a signed, written agreement from the investor prior to the transaction.

Disclosure also has to be made about the risks of investing in penny stock in both public offerings and in secondary trading and commissions payable to both the broker-dealer and the registered representative, current quotations for the securities and the rights and remedies available to an investor in cases of fraud in penny stock transactions. Finally, monthly statements must be sent disclosing recent price information for the penny stock held in the account and information on the limited market in penny stock.

Because of these regulations, broker-dealers may not wish to engage in the above-referenced necessary paperwork and disclosures and/or may encounter difficulties in their attempt to sell shares of the

Company's common stock, which may affect the ability of selling stockholders or other holders to sell their shares in any secondary market and have the effect of reducing the level of trading activity in any secondary market. These additional sales practice and disclosure requirements could impede the sale of the Company's securities, if and when its securities become publicly traded. In addition, the liquidity for the Company's securities may decrease, with a corresponding decrease in the price of the Company's securities. The Company's shares, in all probability, will be subject to such penny stock rules for the foreseeable future and its stockholders will, in all likelihood, find it difficult to sell their securities.

The market for penny stock has experienced numerous frauds and abuses which could adversely impact investors in the Company's stock.

OTC Bulletin Board securities are frequent targets of fraud or market manipulation, both because of their generally low prices and because OTC Bulletin Board reporting requirements are less stringent than those of the stock exchanges or NASDAQ.

Patterns of fraud and abuse include:

- Control of the market for the security by one or a few broker-dealers that are often related to the promoter or issuer;
- Manipulation of prices through prearranged matching of purchases and sales and false and misleading press releases;
- "Boiler room" practices involving high pressure sales tactics and unrealistic price projections by inexperienced sales persons;
- Excessive and undisclosed bid-ask differentials and markups by selling broker-dealers; and
- Wholesale dumping of the same securities by promoters and broker-dealers after prices have been manipulated to a desired level, along with the inevitable collapse of those prices with consequent investor losses.

The market price of the Company's common stock may be volatile.

The market price of the Company's common stock will likely be highly volatile, as is the stock market in general, and the market for OTC Bulletin Board quoted stocks in particular. Some of the factors that may materially affect the market price of the Company's common stock are beyond the Company's control, such as changes in financial estimates by industry and securities analysts, announcements made by the Company's competitors or sales of the Company's common stock. These factors may have a material adverse affect the market price of the Company's common stock, regardless of the Company's performance.

In addition, the public stock markets have experienced extreme price and trading volume volatility. This volatility has significantly affected the market prices of securities of many companies for reasons frequently unrelated to the operating performance of the specific companies. These broad market fluctuations may adversely affect the market price of the Company's common stock.

The Company has never paid any cash dividends on its common stock and does not anticipate paying any cash dividends on its common stock in the foreseeable future, so any return on investment may be limited to the value of the Company's stock. The Company plans to retain any future earnings to finance growth.

Future sales of the Company's common stock may depress its stock price.

Sales of a substantial number of shares of the Company's common stock by significant stockholders into the public market could cause a decrease in the market price of the Company's common stock.

Failure to achieve and maintain effective internal controls in accordance with Section 404 of the Sarbanes-Oxley Act of 2002 could prevent the Company from producing reliable financial reports or identifying fraud. In addition, shareholders could lose confidence in the Company's financial reporting, which could have an adverse effect on its stock price.

Effective internal controls are necessary for the Company to provide reliable financial reports and effectively prevent fraud, and a lack of effective controls could preclude the Company from accomplishing these critical functions. The Company will be required to document and test its internal control procedures in order to satisfy the requirements of Section 404 of the Sarbanes-Oxley Act of 2002, which requires annual management assessments of the effectiveness of the Company's internal controls over financial reporting and a report by its independent registered public accounting firm addressing these assessments. The Company has recently hired a full time Chief Financial Officer to augment its internal control procedures and expand its accounting staff, but there is no guarantee that these efforts will be adequate.

During the course of the Company's testing, it may identify deficiencies which the Company may not be able to remediate in time to meet the deadline imposed by the Sarbanes-Oxley Act for compliance with the requirements of Section 404. In addition, if the Company fails to maintain the adequacy of its internal accounting controls, as such standards are modified, supplemented or amended from time to time, the Company may not be able to ensure that it can conclude on an ongoing basis that it has effective internal controls over financial reporting in accordance with Section 404. Failure to achieve and maintain an effective internal control environment could cause the Company to face regulatory action and also cause investors to lose confidence in its reported financial information, either of which could have an adverse effect on the Company's stock price.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

The Company commenced a private placement to European investors on March 7, 2008, as more fully described in Note 2 Liquidity, Financial Condition and Management Plans. The private placement is ongoing as of the date of this Form 10-Q.

The use of the proceeds from the Private Placement through September 30, 2008 is shown below:

<u>Use of Proceeds</u>	<u>Amount</u>
Payment of accounts payable and operating expenses	\$ 5,723,812
Repayment of loans and notes from stockholders	438,317(1)
Repayment of other loans and notes	932,355
Exercise of put option and non-compete payments	456,500(2)
Listing and private placement related expenses	1,553,565
Escrow deposit in connection with investor relations services	500,000
Escrow deposit in connection with acquisition strategy	250,000
Total	<u>\$ 9,854,549</u>
Proceeds from private placement as of September 30, 2008	\$ 10,330,974
Cash available as of September 30, 2008	\$ 476,425

(1) Comprised of payments to Holston Investments, Albert Hernandez, AJ Hernandez and Andy Hernandez

(2) Comprised of payments to Holston Investments

The above use of actual proceeds from the private placement sale varied from the use of the proceeds set forth in the private placement memorandum (PPM) in that the PPM's use of proceeds included approximately \$6 million to be allocated to the possible acquisition of other mail delivery companies.

ITEM 3. DEFAULTS IN SENIOR SECURITIES

None.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None

ITEM 5. OTHER INFORMATION

None

ITEM 6. EXHIBITS

EXHIBIT INDEX

Exhibit Number	Description of Document
31.1	Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer
31.2	Rule 13a-14(a)/15d-14(a) Certification of Chief Financial Officer
32	Certification under Section 906 of the Sarbanes-Oxley Act (18 U.S.C. Section 1350)

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Omega United, Inc.

Date: November 14, 2008

/s/ Albert Hernandez

Albert Hernandez
Chief Executive Officer

Date: November 14, 2008

/s/ Clement Harary

Clement Harary
Chief Financial Officer

DOC 2 Header

I, Albert Hernandez, certify that:

1. I have reviewed this quarterly report of SkyPostal Networks, 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 small business issuer as of, and for, the periods presented in this report;
4. The small business issuer'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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the small business issuer 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 small business issuer, 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. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the small business issuer'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
 - d. Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer'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 small business issuer'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 small business issuer's internal control over financial reporting.

Date: November 14, 2008

/s/ Albert Hernandez

Albert Hernandez
CEO and President

DOC 3 Header

I, Clement Harary, certify that:

1. I have reviewed this quarterly report of SkyPostal Networks, 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 small business issuer as of, and for, the periods presented in this report;
4. The small business issuer'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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the small business issuer 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 small business issuer, 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. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the small business issuer'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
 - d. Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer'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 small business issuer'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 small business issuer's internal control over financial reporting.

Date: November 14, 2008

/s/ Clement Harary

Clement Harary

CFO

DOC 4 Header

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

In connection with the quarterly report of SkyPostal Networks, Inc. on Form 10-Q for the nine month period ended September 30, 2008, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Albert Hernandez, acting in the capacity as the Chief Executive Officer and President of the Company and I, Clement Harary, acting in the capacity as the Chief Financial Officer of the Company, certify to the best of our knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Albert Hernandez

Albert Hernandez
Chief Executive Officer and President
November 14, 2008

/s/ Clement Harary

Clement Harary
Chief Financial Officer
November 14, 2008
