

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-KSB

(Mark One)

- Annual report under section 13 or 15(d) of the Securities Exchange Act of 1934 [Fee Required] for the fiscal year ended December 31, 1994.
- Transition report under section 13 or 15(d) of the Securities Exchange Act of 1934 [No Fee Required] for the transition period from _____ to _____.

Commission file number: 33-81560C

SEC Filing fees account number: 0000927654

SolarAttic, Inc.

(Name of small business issuer in its charter)

MINNESOTA

(State of Incorporation)

41-1611245

(IRS Employer Identification No.)

15548 95th Circle NE, Elk River, Minnesota

(Address of Principal Executive Offices)

55330-7228

(Zip Code)

(612) 441-3440

(Issuer's Telephone Number)

Securities registered pursuant to Section 12(b) of the Act: **None**

Securities registered pursuant to Section 12(g) of the Act:

Common Stock, No Par Value

(Title of Class)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act during the past 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

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B contained in this form, and no disclosure will be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB.

Revenues for fiscal year ending December 31, 1994 were \$30,653.

The aggregate market value of the registrant's Common Stock held by non-affiliates of the registrant as of April 25, 1995 is unknown. This is because the company has not yet reached its minimum offering amount and the company's stock is not yet publicly traded. Therefore, there is no way to ascertain the aggregate market value based upon a mean bid and ask price from one or more market makers. However, excluding the affiliates listed on page 36 of the company's Prospectus dated September 7, 1994 and assuming that the publicly traded bid and ask price is the same as the company's initial public offering price of fifty-cents per share, the total aggregate market value held by non-affiliates could then be estimated at \$2,192,295.

The number of shares of the registrant's Common Stock outstanding as of April 25, 1995, was 8,486,256.

Documents Incorporated by Reference

<u>Document Description</u>	<u>Form 10-KSB Part</u>
SB-1 Registration Statement dated August 8, 1994.....	I, II, III
SolarAttic, Inc. Prospectus dated September 7, 1994	I, II, III
Annual Meeting Minutes dated February 21, 1995	I, II, III
Solar 95 Conference Proceedings Paper #39	I, II, III
Company Press Release dated March 1, 1995	I, II, III
Company Press Release dated April 11, 1995	I, II, III
Assignment of Invention and Patent Application dated February 7, 1995	I, II, III

PART I

Item 1. *Description of Business*

SolarAttic, Inc. is a development stage company that is engaged in the research, development and limited-manufacturing of solar energy systems that use the hot air contained in attics for heating swimming pools, space and hot water. In addition, the company has developed a new 'inside-the-attic' duct technology for use in: a) enhancing the collection of attic-based solar-derived heat energy; and, b) the mechanical ventilation of attics from within the attic's cavity. I.E. The forced mechanical ventilation of the attic and its roof structure from within the attic's cavity to eliminate heat and moisture in the case where the attic's solar heat is not to be placed into productive use. The company's solar heating technology eliminates the need for roof mounted solar panels. The company's duct technology eliminates the need for roof mounted vents.

The company has two U.S. Patents and a third one scheduled to be issued within the next 90 days upon payment of the patent's issue fee. The company's third patent (to be issued) is the patent application described on page 15 of the company's Prospectus dated September 9, 1994. The company now plans to make an application for a fourth patent by August 1995. The subject of the fourth patent application is the company's proprietary duct technology described above. The company's duct technology is also described in Paper #39 being published by the American Solar Energy Society in the Solar 95 Conference Proceedings being held this summer in Minneapolis (July 15-20). A copy of this solar paper is attached as an exhibit hereto and is incorporated by reference herein.

At this time, the Company has a total of two full time employees and no part time employees. For further details on the company's business, see the company's Prospectus dated September 9, 1994 and the other documents listed above and included by reference herein.

Item 2. *Properties*

The Company does not own any real estate or other investments and currently only rents space on a month by month basis. See 'Facilities' on page 25 in the company's Prospectus for further information.

Item 3. *Legal Proceedings*

The Company is not presently involved in any legal proceedings.

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

The Company did not submit any matters to a vote of security holders during the fourth quarter of its fiscal year ended December 31, 1994.

PART II

Item 5. *Market for Registrant's Common Stock and Related Stockholder Matters*

There is no public trading market for the Company's Common Stock at this time. See the Company's SB-1 Registration Statement and Prospectus for further information.

Item 6. *Management's Discussion and Analysis or Plan of Operation*

The Company will continue to restrict and pace its operations, limiting them to a garage setting. This will limit the Company's overhead costs until the Company is properly financed for its expansion plans. The Company's method of financing its future growth and expansion plans is to complete its initial public offering. The IPO funds will be used to expand the operations as stated in the Prospectus dated September 7, 1994 on page 11. The Company projects that it will be able to continue to offset its small cash needs by a combination of internal sales and additional small private (exempt) equity investments. In essence, the Company expects to continue its limited research & developmental existence until properly funded for faster business expansion (as it has for the last few years). This is the Company's 'survival strategy.' The Company's pool heating system is now located in 26 states and its space heating system is in 7 states

The Company's small amount of 'word-of-mouth' sales are again expected to reach a minimum of \$30-50K during calendar year 1995 without any product advertising. The Company expects that, in addition to this small level of sales activity, that it will have to raise some additional private equity investment capital to help offset the high costs of completing its public offering.

Further research & development on the Company's hot water heating system has been placed on hold pending additional financing and engineering staff. When the Company completes its IPO, the Company expects to add additional staff and expand its operations as discussed in the Company's Prospectus.

Development efforts have been shifted to the Company's fourth patent application. This is expected to be completed by August 1995. Further development of the Company's new duct technology and its product implications are also on hold pending additional financing and staffing. The engineering costs associated with further development of the duct technology are anticipated within the Company's Prospectus under 'Use of Proceeds.'

The Company will be primarily raising capital until either its IPO has been completed or substantial private capital has been obtained. Secondly, the Company will constrain its manufacturing activities to that of supplying product for word-of-mouth buyers. This means supplying product and manufacturing only for prepaid orders without any product advertising. And, the Company anticipates only a limited amount of internal direct mail sales initiatives. Thirdly, the Company will focus on completing its fourth patent application. These three areas will fully occupy the Company's limited staff for the next twelve months or until additional financing has been achieved to allow for expansion of the Company's business.

The Company's 'word-of-mouth' sales revenues for 1994 were lower than those of 1993 due primarily to two reasons: a) the shift towards financing the Company's expansion with a do-it-yourself initial public offering (IPO) and all the management time requirements and Company resources required by such a move; and, b) the Company's proprietary research with University of Minnesota's Professor Ephraim M. Sparrow on the Company's domestic hot water heating system. It was the Company's proprietary research with Professor Sparrow that yielded the Company's new 'inside-the-attic' duct technology as a method of enhancing heat collection and of venting the attic from within the attic's cavity. Professor Sparrow and the Company's CEO, Edward G. Palmer, are listed as co-inventors of the new duct technology. The Company has been assigned 100% of the patent rights by both inventors in an assignment agreement dated February 7, 1995 incorporated by reference herein and attached as Exhibit 10.1 hereto.

The Company expects that its new duct technology will have a significant impact on its future growth and revenues. However, no assessment of potential markets for the new technology has been made. And, the Company has no immediate plans to revise its existing business plan.

The Company fully expects to achieve the necessary financing to expand its future operations. For further information, see the Company's Prospectus and other exhibits incorporated herein.

Item 7. *Financial Statements*

Because of extremely limited financial resources, the Company is unable, at the time of this filing, to supply the audited financial statements required by Item 310(a) of Regulation S-B. **The Company will provide the audited financials immediately when they become available.** The Company notes that the audit work has begun, but cannot be completed until additional internal financial resources are available for payment of the auditing services. From the limited audit work that was started at the Company's offices, the Company is able to provide the enclosed UNAUDITED financial statements attached herein. The Company believes these unaudited statements accurately reflect the financial condition of the business and that the actual audited financial statements, when received, will not contain any significant differences in numbers. For further information, see the Company's Prospectus and the audit report contained therein.

Item 8. *Changes in & Disagreements With Accountants on Accounting & Financial Disclosure*

There have been no changes in or disagreements with the Company's accountants on accounting and financial disclosure.

PART III

Item 9. *Directors, Executive Officers, Promoters and Control Persons*

There have been no transactions affecting the status of individuals or entities that are required to report under Section 16(a) of the Act since the filing of the Company's SB-1 Registration statement. The Company is not aware of any delinquent Section 16(a) Form 3, 4 or 5 reports. There are no family relationships between any executive officers or directors. See pages 26-27 of the Company's Prospectus dated September 9, 1994 for additional information.

Item 10. Executive Compensation

The following table sets forth the cash and noncash compensation for 1994 awarded to or earned by SolarAttic's Chief Executive Officer (sole officer of Company) and the Company's Directors.

Summary Compensation Table—1994

Name and Principal Position	1994 Annual Compensation Salary (1)	Long-Term Compensation Number of Stock Options Granted (2)	All Other Compensation
Edward G. Palmer President and Chief Executive Officer	0	0	0
Lawrence J. Matthews Director	0	0	0
Lawrence Garde Director	0	0	0

(1) There was no employee compensation to Mr. Palmer who served as the Company's sole officer during 1994.

(2) No options were granted to any of the listed officers or directors during 1994.

(3) The Company does not currently compensate its officers or directors.

See page 28 of the Company's Prospectus dated September 7, 1994 for additional information.

Item 11. Security Ownership of Certain Beneficial Owners and Management

See pages 31-36 of the Company's Prospectus dated September 7, 1994.

Item 12. Certain Relationships and Related Transactions

On January 18, 1995, Lawrence Garde, a Director of the Company was issued 10,000 shares of Common Stock valued at 40¢ per share in exchange for his independent patent services.

For further information, see 'Certain Transactions' on pages 29-30 of the Company's prospectus dated September 7, 1994.

Item 13. Exhibits and Reports on Form 8-K

(a) The following exhibits are filed as part of or incorporated by reference, to the extent indicated herein, in this Annual Report on Form 10-KSB:

<u>Exhibit No.</u>	<u>Description</u>
3.1	Articles of Incorporation, as amended. Incorporated by reference herein as part of the SB-1 Registration Statement filed with the SEC on August 8, 1994.
3.2	Bylaws, as amended. Incorporated by reference herein as part of the SB-1 Registration Statement.
10.1	Assignment of Invention and Patent Application dated February 7, 1995 which is attached hereto and incorporated herein as Exhibit 10.1
13.1	Annual Meeting Minutes dated February 21, 1995 attached hereto and incorporated herein as Exhibit 13.1.
19.1	Company's Prospectus dated September 7, 1994 as filed with the SEC and incorporated by reference herein.
20.1	SB-1 Registration Statement dated August 8, 1994. SEC file 33-81560C as Amendment No. 1 incorporated by reference herein.
99.1	Solar 95 Conference Paper #39 attached hereto and incorporated by reference herein as Exhibit 99.1.
99.2	Company Press Release dated March 1, 1995 attached hereto and incorporated by reference herein as Exhibit 99.2.
99.3	Company Press Release dated April 11, 1995 attached hereto and incorporated by reference herein as Exhibit 99.3.

(b) Reports on Form 8-K: No Current Reports on Form 8-K were filed by the Company during the fourth quarter of 1994.

Interim Report of Management on Financial Statement Schedules

To Whom It May Concern:

Management believes the following unaudited financial statements and comments accurately reflect the financial condition of the Company as of December 31, 1994. There have been no changes in the Company's accounting methods or in the Company's auditors.

SolarAttic, Inc.
Elk River, Minnesota

NOTICE

THE FOLLOWING FINANCIAL STATEMENTS ARE UNAUDITED. THESE STATEMENTS REFLECT THE FINANCIAL CONDITION OF THE COMPANY AS DETERMINED BY MANAGEMENT. AUDITED FINANCIAL STATEMENTS WILL BE FILED WHEN THEY BECOME AVAILABLE. THESE HAVE BEEN DELAYED BY THE COMPANY'S INABILITY TO FINANCE THE AUDITOR'S SERVICES AT THE TIME OF THIS FILING. FOR FURTHER FINANCIAL INFORMATION, SEE THE AUDITOR'S REPORT CONTAINED IN THE COMPANY'S PROSPECTUS AND THE COMMENTS IN PART II ITEM #7 ABOVE.

SOLARATTIC, INC. (A Development Stage Company)
BALANCE SHEETS

December 31,	1993	1994
ASSETS		
Current Assets		
Cash	\$ 7,908	\$ 8,333
Accounts receivable	391	—
Inventories	32,541	31,033
Deferred Financing Costs	—	21,724
Total current assets	40,840	61,090
Furniture and Equipment		
Less accumulated depreciation	20,043	24,055
	17,669	19,475
Total furniture and equipment	2,374	4,580
Patent		
Less accumulated amortization 1993 \$8,321; 1994 \$14,763	52,879	46,437
	\$ 96,093	\$ 112,107
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Current maturities of note payable to officer (Note 2)	\$ 2,128	\$ 2,543
Due to related party (Note 2)	4,475	11,119
Accounts payable and accrued expenses	—	24,355
Total current liabilities	6,603	38,017
Note Payable to Officer		
Less current maturities (Note 2)	29,793	27,250
Commitments and Contingencies (Note 4)		
Stockholders' Equity		
Common stock, no par value; authorized 100,000,000 shares; issued and outstanding 1993 11,215,462 and 1994 8,450,006 shares (Note 3)	281,672	347,661
Less account receivable for the purchase of common stock	—	(1,500)
Deficit accumulated during the development stage	(201,774)	(267,052)
	79,898	79,109
Less officer notes receivable (Note 2)	(20,201)	(32,269)
	59,697	46,840
	\$ 96,093	\$ 112,107

See Notes to UNAUDITED Financial Statements.

SOLARATTIC, INC. (A Development Stage Company)
STATEMENTS OF OPERATIONS

	Years Ended December 31,		Period From August 11, 1986 (Date of Inception), to December 31, 1994
	1993	1994	
Revenues	\$ 49,375	\$ 30,653	\$ 143,334
Cost of Goods Sold	22,930	15,671	74,426
Gross profit	26,445	14,982	68,908
Operating Expenses	57,679	73,173	315,345
Operating loss	(31,234)	(58,191)	(246,437)
Interest Expense (Note 2)	6,757	7,087	20,615
Net loss	\$ (37,991)	\$ (65,278)	\$ (267,052)
Net Loss Per Common Share (Note 1)	\$ (.01)	\$ (.01)	\$ (.03)
Weighted Average Common Shares Outstanding (Note 1)	10,993,873	9,786,871	10,436,694

See Notes to UNAUDITED Financial Statements.

SOLARATTIC, INC. (A Development Stage Company)
STATEMENTS OF STOCKHOLDERS' EQUITY

Period From August 11, 1986 (Date of Inception), to December 31, 1994

	Common Stock		Deficit Accumulated During the Development Stage	Total Stockholders' Equity (Deficit)
	Shares	Amount		
Balance at Inception				
Initial sale of common stock in August 1986	10,000,000	\$ 1	\$ -	\$ 1
Additional sale of common stock in 1986	50,000	5,000	-	5,000
Net loss 1986	-	-	(3,608)	(3,608)
Sale of common stock in 1987	249,000	44,600	-	44,600
Net loss 1987	-	-	(31,356)	(31,356)
Sale of common stock in 1988	180,000	36,000	-	36,000
Net loss 1988	-	-	(32,100)	(32,100)
Sale of common stock in 1989	80,000	16,000	-	16,000
Net loss 1989	-	-	(22,947)	(22,947)
Sale of common stock in 1990	32,500	6,500	-	6,500
Net loss 1990	-	-	(22,245)	(22,245)
Sale of common stock in 1991	73,674	14,735	-	14,735
Net loss 1991	-	-	(26,625)	(26,625)
Sale of common stock in 1992	40,000	9,000	-	9,000
Issuance of stock for patent 1992	204,000	61,200	-	61,200
Issuance of stock for services 1992	34,347	10,304	-	10,304
Net loss 1992	-	-	(24,902)	(24,902)
Balance, December 31, 1992	10,943,521	203,340	(163,783)	39,557
Sale of common stock	109,167	29,500	-	29,500
Issuance of stock for inventory	93,334	28,000	-	28,000
Issuance of stock for services	69,440	20,832	-	20,832
Net loss 1993	-	-	(37,991)	(37,991)
Balance, December 31, 1993	11,215,462	\$ 281,672	\$ (201,774)	\$ 79,898
Sale of common stock	234,544	65,989	-	65,989
Net loss 1994	(3,000,000)	-	-	-
Net loss 1994	-	-	(65,278)	(65,278)
Balance, December 31, 1994	8,450,006	347,661	(267,052)	80,609

See Notes to UNAUDITED Financial Statements.

SOLARATTIC, INC. (A Development Stage Company)
STATEMENTS OF CASH FLOWS

	<u>Years Ended December 31,</u>		Period From
	1993	1994	August 11, 1986 (Date of Inception), to December 31, 1994
Cash Flows From Operating Activities			
Net loss	\$ (37,991)	\$ (65,278)	\$ (267,052)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation	2,253	1,806	23,339
Amortization	6,442	6,442	14,763
Issuance of common stock for services	20,832	-	31,136
Change in assets and liabilities:			
Decrease (increase) in accounts receivable	(391)	391	-
Decrease (increase) in inventory	(1,930)	1,508	(3,033)
Increase in accounts payable	-	24,355	24,355
Net cash used in operating activities	(10,785)	(30,776)	(176,492)
Cash Flows From Investing Activities			
Purchase of equipment	(532)	(4,012)	(28,253)
Proceeds from sale of equipment	-	-	334
Net cash used in investing activities	(532)	(4,012)	(27,919)
Cash Flows From Financing Activities			
Net proceeds from issuance of common stock	21,437	52,421	193,556
Increase in deferred financing costs		(21,724)	(21,724)
Proceeds from note payable to officer	-	-	35,630
Payments on note payable to officer	(1,780)	(2,128)	(5,837)
Proceeds (payments) on accounts payable to related party, net	(1,030)	6,644	11,119
Net cash provided by financing activities	18,627	35,213	212,744
Increase (decrease) in cash and cash equivalents	7,310	425	8,333
Cash and Cash Equivalents			
Beginning	598	7,908	-
Ending	\$ 7,908	\$ 8,333	\$ 8,333

SOLARATTIC, INC. (A Development Stage Company)
STATEMENTS OF CASH FLOWS (CONTINUED)

	<u>Years Ended December 31,</u>		Period From
	1993	1994	August 11, 1986 (Date of Inception), to December 31, 1994
Supplemental Disclosures of Cash Flow Information			
Cash payments for interest	\$ 6,757	\$ 6,759	\$ 20,287
Supplemental Schedule of Noncash Investing and Financing Activities			
Issuance of common stock for services	\$ 20,832	\$ -	\$ 31,136
Issuance of common stock for patent	-	-	61,200
Issuance of common stock for inventory	28,000	-	28,000

See Notes to UNAUDITED Financial Statements.

NOTES TO UNAUDITED FINANCIAL STATEMENTS

Note 1. Nature of Business and Significant Accounting Principles

Nature of business:

SolarAttic, Inc. (Company) is a development stage Company manufacturing and selling heating units which use solar-derived hot attic air. Revenue is recognized upon shipment of the product.

Inventories:

Inventories are valued at the lower of cost (first-in, first-out method) or market. Inventory is comprised primarily of raw materials.

Furniture and equipment:

Furniture and equipment is recorded at cost. Depreciation is provided on a straight-line basis over the estimated useful life of three to seven years.

Furniture and equipment are stated at cost. Depreciation is computed using the straight-line method and is charged to expense based upon the estimated useful lives of the assets which range from five to seven years.

Patent:

The Company has obtained a patent in exchange for Company stock. The patent is being amortized using the straight-line method over the life of the patent (9.5 years).

Research and Development:

Research and development costs are charged to operations as incurred and totaled \$3,000 and \$8,600 for 1993 and 1994, respectively.

Income taxes:

The Company has adopted FASB Statement No. 109, *Accounting for Income Taxes*, which requires an asset and liability approach to financial accounting and reporting for income taxes.

Net operating loss carry forwards for income tax and financial reporting purposes of approximately \$280,000 expire in various amounts from 2001 through 2009. The Company has not recognized a benefit for the loss since no benefit will be available for these carry forwards until the Company generates taxable income.

The income tax basis is substantially the same for both financial statement purposes and income tax purposes.

Net loss per share attributable to common stock:

Net loss per share is computed based on the weighted average number of common shares outstanding during the period.

NOTES TO UNAUDITED FINANCIAL STATEMENTS

Note 2. Related Party Transactions

Note payable to officer at December 31, 1993 and 1994, consists of the following:

	1993	1994
Unsecured note payable, due in monthly installments of \$642, including interest at 18%	\$31,921	\$29,793
Less current maturities	2,128	2,543
	\$29,793	\$27,250

Future maturities of this note are as follows:

1995	\$2,544
1996	3,042
1997	3,637
1998	4,349
1999	5,199
Thereafter	11,022
	\$29,793

Due to related party is due on demand and bears interest at a variable rate (currently 14.65 to 19.8 percent).

Interest expense for related parties was \$6,757 in 1993 and \$7,087 in 1994.

Amounts due from officers are non interest bearing and mature between December 31, 1996, and December 31, 1999. Due to the nature of these amounts and uncertainty of repayment, the officer notes receivable have been classified as a reduction of stockholders' equity.

The Company is renting office and warehouse facilities from an officer of the Company on a month-to-month basis. Rent expense was \$2,460 in 1993 and 1994.

The Company has not paid or accrued any compensation expense to any officers or employees since the inception of the Company.

NOTES TO UNAUDITED FINANCIAL STATEMENTS

Note 3. Stockholders' Equity

Stock warrants:

Stockholders are able to purchase additional stock with stock warrants attached to common stock issued. At December 31, 1994, there are 1,336,953 warrants exercisable. Of this total, 1,046,953 warrants are exercisable at 20 cents per share expiring between December 31, 1996, and December 31, 1998. The remaining 290,000 warrants are exercisable at 30 cents per share expiring December 31, 1998.

Stock option plan:

The Company has reserved 1,000,000 shares of common stock for issuance under an incentive stock option plan established in 1986. Under the plan, options are granted at prices determined by the Board of Directors. No options have been granted as of December 31, 1994.

In 1991, 200,000 options were granted outside the stock option plan at an exercise price of 20 cents per share and expire on December 31, 1998. No options have been exercised to date.

Common shares issued as consideration:

Common shares have been issued periodically for patents, inventory, and consulting services. The amount assigned to each transaction is based upon contractual agreements.

Note 4. Insurance

The Company is self-insured for all business risks and does not have any stop loss insurance. The Company has not experienced any losses and is not aware of any potential losses.

Note 5. Ability to Continue as a Going Concern

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles, which contemplate continuation of the Company as a going concern. While the Company has maintained operations for several years with minimal new capital in the past, significant additional funds will be necessary for the Company to pursue its growth strategies. Management is attempting to raise these funds through a public offering of the Company's stock. In the interim, the Company will rely on current working capital to fund operations. Ultimately, the Company will need to obtain future profitable operations. It is uncertain as to whether the Company will be able to achieve these objectives.

NOTES TO UNAUDITED FINANCIAL STATEMENTS

Note 6. Employee and Officer Compensation

The Company's majority shareholder is the sole officer of the Company. The Company has not compensated this individual since the date of inception. The Company does plan to compensate this individual at the rate of \$60,000 per year upon a successful initial public offering which is in progress. The following pro forma information reflects the operations of the company as if the shareholder was compensated at this rate during 1993 and 1994:

	1993	1994
Net loss, as reported	(37,991)	(65,278)
Pro forma provision for compensation	<u>60,000</u>	<u>60,000</u>
Pro forma net loss	<u>(97,991)</u>	<u>(125,278)</u>

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Annual Report on Form 10-KSB to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 29, 1995

SolarAttic, Inc.

/s/ Edward G. Palmer
Edward G. Palmer
Chairman of the Board and Chief
Executive Officer

Signature & Title

/s/ Edward G. Palmer Dated: April 29, 1995
Edward G. Palmer
Chief Financial Officer and Treasurer
(Principal Financial Officer, Principal Accounting Officer)

/s/ Edward G. Palmer Dated: April 29, 1995
Edward G. Palmer
Chief Executive Officer, President, Secretary and Director
(Principal Executive Officer)

/s/ Lawrence J. Matthews Dated: April 29, 1995
Lawrence J. Matthews
Director

/s/ Lawrence Garde Dated: April 29, 1995
Lawrence Garde
Director

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

EXHIBITS TO

Form 10-KSB

Under

THE SECURITIES EXCHANGE ACT OF 1934

SolarAttic, Inc.

INDEX TO EXHIBITS

<u>Exhibit Number</u>	<u>Description of Exhibit</u>	<u>Sequential **Page No.</u>
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10.1	Patent Assignment Agreement	41-42
13.1	Annual Meeting Minutes	43-56
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99.1	Solar 95 Conference Paper #39	57-62
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99.3	Company Press Release dated April 11, 1995	65-66

** If exhibits are attached and document is numbered sequentially from the front cover to the back cover counting both sides of all pages.