

Edgar Filing: ABLE ENERGY INC - Form S-8 POS

ABLE ENERGY INC
Form S-8 POS
May 18, 2006

As filed with the Securities and Exchange Commission on May 18, 2006
Registration No. 333-56044

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 2
TO
FORM S-8
REGISTRATION STATEMENT
Under
The Securities Act of 1933

ABLE ENERGY, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Delaware
(State or other jurisdiction
of incorporation or organization)

22-3520840
(IRS Employer Identification No.)

198 Green Pond Road Rockaway, New Jersey 07866
(Address of principal executive offices) (Zip Code)

(973) 625-1012

1999 Stock Option Plan
and
2000 Stock Bonus Plan

Gregory D. Frost
Chief Executive Officer
198 Green Pond Road Rockaway, New Jersey 07866
(Name and address of agent for service)

(973) 625-1012
(Telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

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| Title of Securities to be Registered | Proposed Amount to be Registered (1) | Proposed Maximum Offering Price Per Share (2) | Proposed Maximum Aggregate Offering Price(2) | Amount of Registration Fee |
|--------------------------------------|--------------------------------------|---|--|------------------------------------|
| Common Stock \$0.001 par value | 700,000 shares (3) | \$3.00 | \$2,100,000 | \$ 525.00 |
| Common Stock \$0.001 par value | 350,000 shares (4) | \$3.00 | \$1,050,000 | \$ 262.50 |
| | | | | ===== |
| | | | | Total Registration Fee: \$ 787.50* |

* Registration Fee previously paid.

- (1) This Registration Statement shall also cover any additional shares of Common Stock which become issuable under the 1999 Stock Option Plan and the 2000 Stock Bonus Plan, by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the receipt of consideration which results in an increase in the number of the outstanding shares of Common Stock of Able Energy, Inc.
- (2) Calculated solely for purposes of this offering under Rule 457(c) of the Securities Act of 1933, as amended, on the basis of the average of the high and low selling prices per share of Common Stock of Able Energy, Inc. on February 15, 2000, as reported on the OTC Electronic Bulletin Board.
- (3) Represents shares underlying options that may be issued pursuant to the registrant's 1999 Stock Option Plan.
- (4) Represents shares that may be issued pursuant to the registrant's 2000 Stock Bonus Plan.

Part II

EXPLANATORY NOTE

This Post-Effective Amendment Number 2 to Form S-8 is being submitted solely to replace the auditor's consent filed as Exhibit 23.1 to the Form S-8 filed February 22, 2001, with the consent attached to this filing as Exhibit 23.1.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, on May 18, 2006.

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ABLE ENERGY, INC.

By: /s/ Gregory D. Frost

Gregory D. Frost
Title: CEO, Chairman

| SIGNATURE ----- | TITLE ----- | DATE ----- |
|---|----------------|---------------|
| /s/ Christopher P. Westad ----- Christopher P. Westad | Director | May 18, 2006 |
| /s/ Stephen Chalk ----- Stephen Chalk | Director | May 18, 2006 |
| ----- Patrick O'Neill | Director | May 18, 2006 |
| ----- Edward C. Miller, Jr. | Director | May 18, 2006 |
| /s/ Alan E. Richards ----- Alan E. Richards | Director | May 18, 2006 |
| /s/ Gregory D. Frost ----- Gregory D. Frost | Director | May 18, 2006 |
| ----- Solange Charas | Director | May 18, 2006 |
| /s/ Mark Barbera ----- Mark Barbera | Director | May 18, 2006 |