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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 12, 2008

**EXPRESS-1 EXPEDITED SOLUTIONS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or other jurisdiction of  
incorporation or  
organization)

001-32172

(Commission File Number)

03-0450326

(I.R.S. Employer  
Identification No.)

429 Post Road, Buchanan, Michigan 49107  
(Address of principal executive offices — zip code)

(269) 695-4920

(Registrant's telephone number, including area code)

**Not applicable**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).
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**ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On February 12, 2008, Express-1 Expedited Solutions, Inc., issued a press release reporting its financial results for the quarter ended December 31, 2007. A copy of the release is furnished as Exhibit 99.1.

The information furnished herein, including Exhibit 99.1, is not deemed to be "filed" for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that section. This information will not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act, except to the extent that the registrant specifically incorporates them by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Press Release dated February 12, 2008.

**SIGNATURE**

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

Dated February 12, 2008

Express-1 Expedited Solutions, Inc.

By: /s/ Mike Welch  
Mike Welch  
Chief Executive Officer

**Contact:**

Express-1 Expedited Solutions, Inc.  
Jeff Curry  
269-695-4955  
Jeff.Curry@express-1.com

**EXPRESS-1 EXPEDITED SOLUTIONS (AMEX:XPO) CONTINUES DRIVING MOMENTUM  
FOR NINTH CONSECUTIVE QUARTER**

*"REVENUES UP 32%; OPERATING INCOME UP 55%"*

BUCHANAN, Mich. — February 12, 2008 — Express-1 Expedited Solutions, Inc. today reported its earnings for the fourth quarter, ended December 31, 2007.

Express-1, one of the nation's top providers of ground expedited transportation services reported a 32% increase in revenue in the fourth quarter of 2007. Revenues increased to \$14.1 million compared to \$10.7 million in the fourth quarter of 2006. The Company continues to grow at a rapid pace, even in the face of a weakened transportation market.

During the same period, income from operations (income before income tax provision) increased by 55% to \$723,000 versus \$466,000 for the same period in 2006. Net income was \$457,000 or \$0.02 per diluted share for the fourth quarter of 2007 compared to \$1,594,000 or \$0.06 per diluted share for the fourth quarter of 2006.

During the fourth quarter of 2006, the company recorded a one-time tax benefit of \$1,128,000 related to a deferred tax valuation, whereas the Company recorded a tax provision of \$266,000, during the fourth quarter of 2007. The company continues to have Net Operating Loss Carry forwards (NOL's) which will substantially reduce the amount of cash paid for income taxes, until exhausted. As of December 31, 2007, the Company estimates its remaining NOL's to be approximately \$5.4 million.

"Express-1 continues the momentum we've established over the previous quarters. Our top-line growth remains strong and our earnings growth is very positive in light of the weakened economy. Full-year 2007 revenues were in excess of \$52 million representing an increase of over 25% compared to 2006. At the same time, full-year income from operations increased to over \$3.4 million which is an increase of more than 30% from 2006 levels. We're continuing to gain traction in the expedite market and remain focused on expanding our capability to offer premium transportation services," said Michael Welch, the Company's Chief Executive Officer. Commenting further, Mr. Welch added, "Just after the end of the fourth quarter, we announced the purchase of our Concert Group Logistics (CGL) operations and the formation of our Bounce Logistics subsidiary. We now have a much greater capacity to serve more of the critical transportation needs of our customer base. Our cross-selling opportunities are significant and we're looking forward to re-introducing our expanded services to our new and existing customer base."

Jeff Curry, President of the Company's Express-1 segment stated, "We're very proud of the results we achieved during the fourth quarter. Express-1's revenue increased by 35% over 2006 levels. During the

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period, we implemented some measures aimed at improving our margin and we're pleased to announce some improvement over the margin we achieved in the third quarter of 2007. We will continue to focus on margin improvement in the coming quarters. We've gained market share in the face of significant rate pressures and our International operations in Mexico and Canada are gaining significant traction. Within Express-1, our average fleet of VP's increased by 48% during the period." Commenting further Mr. Curry stated, "While our margin percentages remained soft as a percentage of revenue, our gross margin increased by over \$500,000 compared to the fourth quarter of 2006."

Mr. Welch added, "Our Express-1 Dedicated segment in Evansville showed a 10% increase in revenue, and most importantly contributed to our overall profits, due to the rate increases we were awarded in 2007. This is significant, as Express-1 Dedicated has now become profitable. We remain focused on pushing our momentum further as we enter 2008 and chart our future, which includes CGL and Bounce Logistics."

Chief Financial Officer Mark Patterson said, "Our Company continued to demonstrate some operating leverage during the fourth quarter, as our consolidated SG&A, as a percentage of revenue, declined more than two full percentage points from the level we recorded in the fourth quarter of 2007. It remains important in the face of this soft transportation market to continue to focus on controlling our overhead and administrative costs. We remain committed to this model, and believe it gives us strength and flexibility in this period of weakened demand. We're pleased with these results and proud of the commitment from our team."

## **Outlook**

Mike Welch commented, "Looking towards 2008, we have significantly enhanced our ability to serve the premium transportation needs of our customers, with the positioning of Express-1, Express-1 Dedicated, the acquisition of CGL and the creation of Bounce Logistics. We're anticipating full-year 2008 revenue to be in excess of \$120 million, which represents an approximate 20% increase on a proforma basis. The business model of Express-1 and CGL are both proven and allow us to gain market share and strengthen even during a weakened economy. The cultures of our companies are similar and each is headed by a very capable executive and experienced team of professionals. We continue to remain focused on our goals and are committed to doing what we say we're going to do. By doing this, we believe we will be able to continue growing our company and profits."

## **2008 Financial Guidance**

Based on current market conditions and the acquisition of the CGL assets, Express-1 Expedited Solutions, Inc. expects revenue for 2008 to be in the range of \$120 million to \$125 million, representing approximately 18 percent to 20 percent growth in the Company's combined operations. The Company expects full-year net income in the range of \$3.7 million to \$4.2 million, or approximately \$0.11 to \$0.12 per fully diluted share, which includes the shares issued in the transaction.

## **Conference Call/Webcast Information**

Management will conduct a conference call Tuesday February 12, 2008 at 4:00 PM Eastern to discuss the Company's fourth quarter financial results. Those wishing to take part in the conference call can dial 877-407-9210 or 201-689-8049 (International). A playback will be available through midnight on

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February 19, 2008. To listen to the playback, please call 877-660-6853. Use account number 286 and conference ID number 273223.

### **About Express-1 Expedited Solutions, Inc.**

Express-1 Expedited Solutions, Inc. is a non-asset based services organization focused on premium transportation through its business segments, Express-1, Inc. (Buchanan, Michigan), Express-1 Dedicated (Evansville, Indiana), Bounce Logistics, Inc. (South Bend, Indiana) and Concert Group Logistics, Inc. (CGL) (Downers Grove, Illinois). These operations are focused on same-day, time—sensitive, dedicated transportation and freight forwarding services. The Company serves more than 2,000 customers and its premium transportation offerings are provided through one of five operations centers, Buchanan, Michigan, Evansville, Indiana, Toledo, Ohio, South Bend, Indiana and Downers Grove, Illinois. The Company employs an experienced executive, sales, operations and administrative staff and utilizes the latest in operations software. The Company services customers throughout the lower 48 states and portions of Canada and Mexico. The Company's CGL segment services some international shipments, in addition to its domestic operations. The Company's operating model can be described as assets light, with independent contractors fulfilling the trucking services for most of its shipments, and independently owned stations managing the services of its freight forwarding network. Express-1 Expedited Solutions, Inc. is publicly traded on the American Stock Exchange under the symbol XPO. For more information about the Company, visit [www.express-1.com](http://www.express-1.com).

### **Forward-Looking Statements**

This press release contains forward-looking statements that may be subject to various risks and uncertainties. Such forward-looking statements are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 and are made based on management's current expectations or beliefs as well as assumptions made by, and information currently available to, management. These forward-looking statements, which may include statements regarding our future financial performance or results of operations, including expected revenue growth, cash flow growth, future expenses, future operating margins and other future or expected performance, are subject to the following risks: that our recent reorganization fails to result in projected operating efficiencies; the acquisition of businesses or the launch of new lines of business, which could increase operating expenses and dilute operating margins; increased competition, which could lead to negative pressure on our pricing and the need for increased marketing; the inability to maintain, establish or renew relationships with customers, whether due to competition or other factors; the inability to comply with regulatory requirements governing our business operations; and to the general risks associated with our businesses.

In addition to the risks and uncertainties discussed above you can find additional information concerning risks and uncertainties that would cause actual results to differ materially from those projected or suggested in the forward-looking statements in the reports that we have filed with the Securities and Exchange Commission. The forward-looking statements contained in this press release represent our judgment as of the date of this release and you should not unduly rely on such statements. Unless otherwise required by law, we undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise after the date of this press release. In light of these risks and uncertainties, the forward-looking events and circumstances discussed in the filing may not occur, and actual results could differ materially from those anticipated or implied in the forward-looking statements.

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**Express-1 Expedited Solutions, Inc.**  
**Balance Sheet**

	<u>December 31,</u> <u>2007</u>	<u>December 31,</u> <u>2006</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 800,000	\$ 79,000
Accounts receivable, net of allowances of \$77,000 and \$77,000, respectively	5,663,000	5,354,000
Prepaid expenses	492,000	265,000
Other current assets	149,000	181,000
Deferred tax asset, current	<u>1,372,000</u>	<u>1,069,000</u>
Total current assets	8,476,000	6,948,000
Property and equipment, net of \$1,734,000 and \$1,410,000 in accumulated depreciation, respectively	2,312,000	2,488,000
Goodwill	7,737,000	5,527,000
Identified intangible assets, net of \$1,279,000 and \$1,004,000 in accumulated amortization, respectively	3,950,000	4,225,000
Loans and advances	104,000	143,000
Deferred tax asset, long term	554,000	2,069,000
Other long term assets	<u>591,000</u>	<u>209,000</u>
	<u>\$23,724,000</u>	<u>\$21,609,000</u>
<b>Liabilities and Stockholders' Equity</b>		
Current liabilities:		
Accounts payable	\$ 892,000	\$ 1,034,000
Accrued salaries and wages	660,000	724,000
Accrued acquisition earnouts	2,210,000	1,960,000
Accrued expenses, other	861,000	740,000
Current maturities of long term debt	50,000	117,000
Other current liabilities	<u>199,000</u>	<u>295,000</u>
Total current liabilities	4,872,000	4,870,000
Line of credit	0	1,159,000
Notes payable and capital leases, net of current maturities	34,000	127,000
Other long-term liabilities	<u>616,000</u>	<u>115,000</u>
Total long-term liabilities	650,000	1,401,000
Stockholders' equity:		
Preferred stock, \$.001 par value; 10,000,000 shares no shares issued or outstanding	—	—
Common stock, \$.001 par value; 100,000,000 shares authorized; 27,008,768 and 26,516,037 shares issued and 26,828,768 and 26,336,037 shares outstanding	27,000	27,000
Additional paid-in capital	21,152,000	20,459,000
Accumulated deficit	(2,870,000)	(5,041,000)
Treasury stock, at cost, 180,000 shares held	<u>(107,000)</u>	<u>(107,000)</u>
Total stockholders' equity	18,202,000	15,338,000
	<u>\$23,724,000</u>	<u>\$21,609,000</u>



**Express-1 Expedited Solutions, Inc.**  
**Consolidated Statements of Operations**

	Three Months Ended		Twelve Months Ended	
	December 31, 2007	December 31, 2006	December 31, 2007	December 31, 2006
<b>Revenues</b>				
Operating revenue	\$14,095,000	\$10,665,000	\$52,789,000	\$42,191,000
<b>Expenses</b>				
Direct expenses	<u>10,800,000</u>	<u>8,005,000</u>	<u>39,911,000</u>	<u>31,396,000</u>
Gross margin	3,295,000	2,660,000	12,878,000	10,795,000
Sales, general and administrative expense	2,579,000	2,103,000	9,342,000	7,608,000
Other expense (income)	(1,000)	48,000	—	206,000
Interest expense (income)	<u>(6,000)</u>	<u>43,000</u>	<u>65,000</u>	<u>205,000</u>
<b>Income before income tax provision</b>	<b>723,000</b>	<b>466,000</b>	<b>3,471,000</b>	<b>2,776,000</b>
Income tax provision (benefit)	<u>266,000</u>	<u>(1,128,000)</u>	<u>1,300,000</u>	<u>(1,128,000)</u>
<b>Net income</b>	<b><u>\$ 457,000</u></b>	<b><u>\$ 1,594,000</u></b>	<b><u>\$ 2,171,000</u></b>	<b><u>\$ 3,904,000</u></b>
<b>Earnings per common share</b>				
Basic income per common share	0.02	0.06	0.08	0.15
Diluted income per common share	0.02	0.06	0.08	0.15
<b>Weighted average common shares outstanding</b>				
Basic weighted average common shares outstanding	26,758,362	26,332,776	26,690,382	26,297,120
Diluted weighted average common shares outstanding	27,180,814	26,821,687	27,326,729	26,641,012

Included within the expenses above are depreciation and amortization of \$194,000 and \$305,000 for the three months ended December 31, 2007 and 2006, respectively; and \$843,000 and \$1,054,000 for the twelve months ended December 31, 2007 and 2006, respectively.