UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K/A

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) September 28, 2007

Nexxus Lighting, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

0-23590	**59-3046866**
(Commission File Number)	**(IRS Employer Identification No.)**
124 Floyd Smith Drive, Suite 300, Charlotte, North Carolina	**28262**
(Address of Principal Executive Offices)	**(Zip Code)**

(704) 405-0416
(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))

EXPLANATORY NOTE

The purpose of this Report is to amend the Current Report on Form 8-K of Nexxus Lighting, Inc. ("Nexxus Lighting") filed with the United States Securities and Exchange Commission on September 28, 2007 related to the acquisition of Advanced Lighting Systems, Inc., a Minnesota corporation ("ALS") pursuant to an Agreement and Plan of Merger, dated as of August 3, 2007, by and among Nexxus Lighting, ALS, Advanced Lighting Systems, LLC, a Delaware limited liability company and a wholly-owned subsidiary of Nexxus Lighting and Paul Streitz, the sole shareholder of ALS. This Form 8-K/A amends the Form 8-K filed on September 28, 2007 to include the financial statements and pro forma financial information required by Item 9.01 of Form 8-K. The information previously reported under Item 2.01 in the Form 8-K filed on September 28, 2007 is hereby incorporated by reference into this Form 8-K/A.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

The financial statements of ALS required by Item 9.01(a) are filed as Exhibit 99.1 and Exhibit 99.2 to this Amendment and are incorporated herein by reference.

(b) Pro Forma Financial Information.

The pro forma financial information required by Item 9.01(b) is filed as Exhibit 99.3 to this Amendment and is incorporated herein by reference.

(d) Exhibits.

23.1 Consent of Cross, Fernandez & Riley LLP, Independent Registered Public Accountants

99.1 Audited Balance Sheet of ALS as of December 31, 2006, and the related Statement of Operations, Statement of Stockholders' Equity, and Statement of Cash Flows for the year ended December 31, 2006, and the notes thereto.

99.2 The Unaudited Condensed Balance Sheet of ALS as of June 30, 2007 and the related Condensed Statements of Operations and Cash Flows for the six months ended June 30, 2007, and the notes thereto.

99.3 The Unaudited Pro Forma Condensed Consolidating Balance Sheet of Nexxus Lighting, Inc. as of June 30, 2007 and the Unaudited Pro Forma Condensed Consolidating Statements of Income for Nexxus Lighting, Inc. for the six months ended June 30, 2007, and for the year ended December 31, 2006, and the notes thereto.

SIGNATURES

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

November 14, 2007

NEXXUS LIGHTING, INC.

/s/ John C. Oakley

Name: John C. Oakley
Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Description
23.1	Consent of Cross, Fernandez & Riley LLP, Independent Registered Public Accountants
99.1	Audited Balance Sheet of ALS as of December 31, 2006, and the related Statement of Operations, Statement of Stockholders' Equity, and Statement of Cash Flows for the year ended December 31, 2006, and the notes thereto.
99.2	The Unaudited Condensed Balance Sheet of ALS as of June 30, 2007 and the related Condensed Statements of Operations and Cash Flows for the six months ended June 30, 2007, and the notes thereto.
99.3	The Unaudited Pro Forma Condensed Consolidating Balance Sheet of Nexxus Lighting, Inc. as of June 30, 2007 and the Unaudited Pro Forma Condensed Consolidating Statement of Income for Nexxus Lighting, Inc. for the six months ended June 30, 2007, and the year ended December 31, 2006, and the notes thereto.

Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statements (Form S-8 No. 333-23689, Form S-8 No. 333-32007, Form S-8 No. 333-70781, Form S-8 No. 333-123984 and Form S-3 No. 333-140286) of our report dated November 8, 2007, relating to the financial statements of Advanced Lighting Systems, Inc. appearing in this Current Report on Form 8-K/A of Nexxus Lighting, Inc. dated November 14, 2007.

/s/ Cross, Fernandez & Riley LLP

Orlando, Florida
November 12, 2007

Exhibit 99.1

ADVANCED LIGHTING SYSTEMS, INC.

Independent Registered Public Accountant's Report and Financial Statements

December 31, 2006

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholder of Advanced Lighting Systems, Inc.
Sauk Centre, Minnesota

We have audited the accompanying balance sheet of Advanced Lighting Systems, Inc. (“the Company”) as of December 31, 2006, and the related statements of operations, stockholder’s equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal controls over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Advanced Lighting Systems, Inc. as of December 31, 2006, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States.

/s/ Cross, Fernandez & Riley LLP

Orlando, Florida
November 8, 2007

ADVANCED LIGHTING SYSTEMS, INC.
Balance Sheet
December 31, 2006

ASSETS	
Current Assets:	
Cash	$ 476
Trade accounts receivable, less allowance for doubtful accounts of $1,039	102,164
Inventories	564,474
Prepaid expenses	4,000
Total current assets	671,114
Property and Equipment:	
Machinery and equipment	71,563
Furniture and fixtures	55,803
Computers and software	30,917
Autos & Trucks	32,001
Leasehold improvements	10,861
Property held under capital lease	46,591
	247,736
Accumulated depreciation and amortization	(157,769)
Net property and equipment	89,967
Intangible assets, net	32,447
Goodwill	252,903
	$1,046,431
Liabilities and Stockholders' Equity	
Current Liabilities:	
Accounts payable	$ 176,241
Accrued liabilities	22,709
Line of credit	181,500
Deposits	24,063
Notes Payable	418,266
Current portion of obligation under capital leases	11,716
Current portion of notes payable due to related party	82,830
Total current liabilities	917,325
Obligation under capital leases, less current portion	26,135
Total liabilities	943,460
Stockholder's Equity:	
Common stock, no par value, 100,000 authorized, 5,000 shares issued and outstanding	30
Retained earnings	102,941
Total stockholder's equity	102,971
	$1,046,431

The accompanying notes are an integral part to these financial statements

ADVANCED LIGHTING SYSTEMS, INC.
STATEMENT OF INCOME

		For the Year Ended December 31, 2006
Revenues	$	2,160,359
Cost of sales		1,041,288
Gross margin		1,119,071
Operating expenses:		
Selling, general and administrative		986,960
Research and development		33,410
Gain on disposal of fixed assets		(773)
Total operating expenses		1,019,597
Operating income		99,474
Non-operating income (expense):		
Other income		485
Interest expense		(63,134)
Total non-operating expense, net		(62,649)
Net income	$	36,825

The accompanying notes are an integral part to these financial statements

ADVANCE LIGHTING, INC.
STATEMENT OF STOCKHOLDER'S EQUITY
Year Ended December 31, 2006

	Common Stock		Retained Earnings	Total Stockholder's Equity
	Shares	Amount		
Balance, January 1, 2006	5,000	$ 30	$ 83,626	$ 83,656
Net income			36,825	36,825
Distributions to shareholder's	—	—	(17,510)	(17,510)
Balance, December 31, 2006	5,000	30	102,941	102,971

The accompanying notes are an integral part to these financial statements

ADVANCED LIGHTING SYSTEMS, INC.
STATEMENT OF CASH FLOWS

		For the Year Ended December 31, 2006
Cash flows from operating activities:		
Net income	$	36,825
Adjustments to reconcile net income to cash used in operating activities:		
Depreciation		46,241
Amortization of intangible assets and other assets		2,606
Gain on disposal of equipment		(773)
Changes in operating assets & liabilities		
(Increase) decrease in:		
Accounts receivable, net		18,275
Inventories		(116,957)
Other assets		3,991
Increase (decrease) in:		
Accounts payable		6,437
Customer deposits		5,936
Accrued expenses		(3,585)
Total adjustments		(85,903)
Net cash flows used in operating activities		(1,005)
Cash flows from investing activities:		
Purchases of property and equipment		(10,977)
Proceeds from disposal of property and equipment		25,759
Acquisition of patents and trademarks		(16,297)
Net cash flows used in investing activities		(1,515)
Cash flows from financing activities:		
Payments on notes payable		(63,026)
Payments on obligations under capital leases		(5,036)
Shareholder Distributions		(17,510)
Proceeds from notes payable		88,568
Net cash flows provided by financing activities		2,996
Net increase in cash		476
Cash, beginning of period		—
Cash, end of period	$	476
Supplemental Disclosure of Cash Flow Information:		
Cash paid during the period for interest	$	63,134

The accompanying notes are an integral part to these financial statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Business - Advanced Lighting Systems, Inc. designs, manufactures, markets and sells LED and fiber optic lighting products for use in applications in the commercial, architectural, signage, entertainment, swimming pool and OEM markets. The Company derives its revenues primarily from sales of eLum™ and SelectColor™ brand lighting strips, LiveLED™ and BeamBlaster™ color changing accent lighting and wall washer power LED fixtures, FocaLyte™ concentric fiber cable, NiteLyte™ fiber optic end lighting fixtures, LyteTrak™ display case, architectural, edge and signage lighting, and RadialLyte™ side-emitting fiber optic cable. The Company also manufactures fiber optic components under the brand name Spectrolite™. The Company markets and distributes products globally principally through multiple networks of independent sales representatives and distributors.

Revenue recognition - Generally, the Company recognizes revenue for its products upon shipment to customers, provided no significant obligations remain and collection is probable. For sales that include customer acceptance terms, revenue is recorded after customer acceptance. The Company's products typically carry a one-year limited warranty that includes replacement of defective parts. The annual expenses associated with such warranties were not material to operations. A reserve for estimated future warranty costs was recorded which was based on historical warranty claims.

Cash – Cash consists of funds held on deposit by the Company's banks.

Accounts receivable – Accounts receivable are customer obligations due under normal trade terms. The Company performs continuing credit evaluations of its customers' financial condition. The Company records an allowance for doubtful accounts based on specifically identified amounts that it believes to be uncollectible. Recovery of bad debt amounts previously written off is recorded as a reduction of bad debt expense in the period the payment is collected. If the Company's actual collection experience changes, revisions to its allowance may be required. After all attempts to collect a receivable have failed, the receivable is written off against the allowance.

Inventories - Inventories are stated at the lower of cost (latest invoice), or market. Obsolete inventory is written-off when deemed no longer marketable. No provision has been made for any inventory deemed excessive or obsolete.

Property and equipment - Property and equipment are stated at cost. Depreciation is computed by the straight-line method and is charged to operations over the estimated useful lives of the assets. Amortization expense related to property held under capital lease is included with depreciation in the accompanying statements of operations and accumulated depreciation in the accompanying balance sheets. Maintenance and repairs are charged to expense as incurred. The carrying amount and accumulated depreciation of assets sold or retired are removed from the accounts in the year of disposal and any resulting gain or loss is included in results of operations. The estimated useful lives of property and equipment are as follows:

	Estimated useful lives
Machinery and equipment	5 years
Furniture and fixtures	5 years
Computers and software	3 years
Leasehold improvements	4 years
Autos and Trucks	5 years

Intangible assets and goodwill - The Company accounts for its intangible assets and goodwill under Financial Accounting Standards Board ("FASB") Statement No. 142, Goodwill and Other Intangible Assets ("SFAS 142") and Statement No. 144, Accounting for the Impairment or Disposal of Long-Lived Assets ("SFAS 144"). At December 31, 2006 an impairment of $47,097 was recorded to value Goodwill in accordance with the net future cash flows of the appropriate assets in accordance was SFAS 142. The Company has an application pending for one patent which is not currently being amortized.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*:

Intangible assets and goodwill (continued)

Patents are amortized using the straight-line method over a fifteen year period and are periodically evaluated for recoverability in accordance with SFAS No. 144.

Other intangible assets consist primarily of costs associated with the re-financing of the loan term debt with Bremer Bank and the SBA and technology licensing costs for certain fiber optic lighting products and systems and LED lighting products and systems (Nexxus). Other intangible assets are amortized using the straight-line method over their useful lives, which range from 5-10 years and are periodically evaluated for recoverability in accordance with SFAS No. 144. Amortization expense on other intangible assets was $2,606 during 2006.

As of December 31, 2006, amortization expense on intangible assets for the next five years and thereafter is as follows:

	2007	2008	2009	2010	2011	Thereafter	Totals
Patents	$	1,087	1,087	1,087	1,087	11,950	16,298
Loan Fees	1,606	1,606	1,606	1,606	1,606	5,619	13,649
Nexxus License	1,000	1,000	500	0	0	0	2,500
Total	2,606	3,693	3,193	2,693	2,693	17,569	32,447

Long lived assets - The Company periodically evaluates the recoverability of its long-lived assets in accordance with SFAS No. 144 “Accounting for the Impairment or Disposal of Long-Lived Assets,” based on expected undiscounted cash flows and will recognize impairment of the carrying value of long-lived assets, if any is indicated, based on the fair value of such assets. There were no impairments during the year ended December 31, 2006.

Deposits - Payments received by the Company for services to be provided in the following year are deferred and recognized as revenue in the period the services are provided. As of December 31, 2006 Customer deposits were approximately $24,063.

Shipping and handling costs - The Company accounts for certain shipping and handling costs related to the acquisition of goods from its vendors as cost of sales.

Research and development - Research and development costs to develop new products are charged to expense as incurred.

Advertising - Advertising costs, included in selling, general and administrative expenses, are expensed when the advertising first takes place. The Company promotes its product lines primarily through print media and trade shows, including trade publications, and promotional brochures. Advertising expenses were approximately $11,406 for the year ended December 31, 2006.

Income taxes - Effective May 5, 1997, the Company elected to be taxed under the Subchapter S Corporation provisions of the Internal Revenue Code. These provisions provide that the taxable income of the Company be included in the tax returns of the shareholders.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Major Suppliers – The Company made purchases from a major fiber supplier and a major LED supplier representing approximately 25% and 12%, respectively, of total net purchases for the year ended December 31, 2006.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*:

Recent accounting pronouncements – In September 2006, the FASB issued SFAS 157 “Fair Value Measurements.” SFAS 157 simplifies and codifies guidance on fair value measurements under generally accepted accounting principles. This standard defines fair value, establishes a framework for measuring fair value and prescribes expanded disclosures about fair value measurements. SFAS 157 is effective for financial statements issued for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years, with early adoption permitted. The Company is currently evaluating the effect, if any, of adoption of SFAS 157 will have on our financial condition, results of operations and cash flows.

In February 2007, the FASB issued SFAS No. 159, “Fair Value Option for Financial Assets and Financial Liabilities”, (SFAS No. 159) which upon adoption would allow entities to choose to measure many financial instruments and certain other items at fair value through earnings. The standard allows the fair value measurement to be applied instrument by instrument, is irreovocable for any instruments for which such selection is made, and applies to the entire instrument. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The Company is currently evaluating the impact, if any, the adoption of this standard will have on its financial statements.

2. INVENTORIES:

Inventories consist of the following:

	December 31, 2006
Raw materials	$ 458,809
Work in process	63,791
Demo Equipment	41,874
	564,474
Less reserve for obsolescence	(0)
Net inventories	$ 564,474

3. OPERATING LEASES:

On January 2, 2000, the Company entered into a 15 year operating lease agreement with Streitz Properties,LLC, a related party. Pursuant to the lease, on January 2, 2000, the Company relocated to approximately 17,274 square feet of office, distribution and light manufacturing space at a new location in Sauk Centre, Minnesota. Base rent under the lease started on January 2, 2000 at monthly payments of $6,000. In addition to base rent, the Company is required to pay the property’s operating expenses, including property taxes on personal property of the Company on the premises, comprehensive general liability insurance and fire insurance on personal property owned by the Company and all repairs except for repairs to major mechanical systems and roof. The lease provides for a security deposit of $4,000. On the same date the Company entered into a 15 year operating lease with Streitz properties, LLC, a related party, for certain extrusion equipment at a monthly payment of $3,000.

At December 31, 2006, future payment obligations under the operating leases described above were as follows:

2007	$108,000
2008	$108,000
2009	$108,000
2010	$108,000
2011	$108,000
2012 and thereafter	$324,000
Total future payment obligations	$864,000

4. FINANCIAL INSTRUMENTS AND CREDIT RISKS:

The carrying values of accounts receivable and accounts payable approximate fair value due to their short-term nature. The Company's financial instruments that are exposed to concentrations of credit risk consist of cash, accounts payable notes payable and capital lease obligations.

The Company purchases all of its fiber optic strands from two suppliers. While the Company believes alternative sources for fiber optic strands are available to enable it to produce endpoint signs and displays, the cables require fiber optic material of a higher quality than the Company believes is generally available elsewhere. Accordingly, the loss of either of these suppliers or delays in obtaining shipments could have a material adverse effect on the Company's operations until such time as an alternative supplier could be found.

All of the Company's LED lighting products and systems are manufactured by select overseas suppliers in an effort to reduce production costs. While the Company believes alternative sources for the production of these products are available, the Company has selected these particular suppliers based on their ability to consistently produce these products per the Company's specifications ensuring the best quality product at the most cost effective price. The Company depends on these suppliers to satisfy performance and quality specifications and to dedicate sufficient production capacity for finished products within scheduled delivery times. Accordingly, the loss of one or more of these suppliers or delays in obtaining shipments could have a material adverse effect on the Company's operations until such time as an alternative supplier could be found.

5. CAPITAL STOCK:

At December 31, 2006 the Company had 100,000 authorized shares of no par Common Stock with 5,000 shares issued and outstanding. All shares are held by the Company's President and Chief Executive Officer.

6. EXPORT SALES:

Sales to foreign markets as a percentage of the Company's total revenues were as follows:

	2006	% of Sales
Foreign markets:		
Americas (excluding USA)	$229,929	10.6%
Europe, the Middle East and Africa	6,012	0.3%
Asia Pacific	8,130	0.4%
Japan	540	—

7. BENEFIT PLANS:

The Company has established a profit sharing plan that permits participants to make contributions by salary reduction pursuant to Section 401(k) of the Internal Revenue Code of 1986, as amended. The Company made matching contributions equal to 25% of the participants' contributions, to a maximum of 3% of the participants' salary. Total matching contributions paid by the Company were approximately $3,004 for the year ended December 31, 2006.

8. CONTINGENCIES:

The Company is not currently a party to any pending legal proceedings. In the ordinary course of business the Company may become a party to various legal proceedings generally involving contractual matters, infringement actions, product liability claims and other matters.

9. REVOLVING LINE OF CREDIT:

On September 14, 2005 the Company obtained an asset based revolving line of credit of $125,000 from a financial institution to facilitate working capital needs. The revolving line of credit was extended on September 14, 2006 and on November 22, 2006, was increased to $200,000. The revolving line of credit is scheduled to expire September 14, 2007, which was extended to the date of the acquisition discussed in Note 13 at which time the line was paid in full and closed. As of December 31, 2006, there was $181,500 outstanding under this line of credit and there was an available balance of $18,500. The line is secured by substantially all of the tangible assets of the Company. Interest is at prime plus 2% per annum (10.25% at December 31, 2006) and is payable in full on the expiration date. The agreement includes financial covenants related to maintenance of Minimum Debt Service Coverage. The Company was in compliance with the debt service coverage ratio for the year ended December 31, 2006.

10. OBLIGATIONS UNDER CAPITAL LEASES:

The Company leases certain equipment from third party vendors with varying terms. Assets recorded under capital leases and included in equipment are as follows:

	December 31, 2006
Office Equipment/copiers	$ 21,244
Exhibit Booth	17,147
Other equipment	8,200
Total equipment	$ 46,591
Less accumulated amortization	(14,847)
Net	$ 31,744

All outstanding capital lease obligations have been classified as current in the accompanying balance sheet as all outstanding amounts were paid at the time of the acquisition. See Note 13.

11. NOTES PAYABLE:

Mortgage: On September 14, 2005, the Company's sole shareholder obtained a mortgage from a financial institution for $435,000, secured by real property owned by Streitz Property, LLC and occupied by the Company under a long-term lease agreement with the sole shareholder and all personal property, including equipment, fixtures and other articles of personal property. The Company, as part of the lease agreement, is responsible for the payments under the terms of the mortgage. Interest is variable at prime (8.25% at December 31, 2006) plus 2% per annum and adjusted quarterly. The Mortgage is payable $5,786 monthly and provides for annual adjustment of payments as needed to fully amortize the remaining principal over the remaining term of the note.

11. NOTES PAYABLE (continued):

As of December 31, 2006, amounts due contractually on the mortgage for the next five years and thereafter are as follows:

Notes Payable-Equipment: During 2003, the Company established a revolving line of credit of $2,850 with Dell Computer to obtain computer equipment. At December 31, 2006 the principal outstanding balance was $6,365. Interest rate is variable. Interest expense for year ended December 31, 2006 was $453.

Notes Payable-Auto: During 2005, the Company borrowed approximately $30,090 from a financial institution secured by an auto titled in the shareholders name. The note is payable over 60 months at $592 monthly at 6.7% per annum. The note was retired in 2006 and remaining principal was paid in full. Interest expense for year ended December 31, 2006 was $1,413.

All outstanding notes payable have been classified as current in the accompanying balance sheet as all outstanding amounts were paid at the time of the acquisition. See Note 13.

12. RELATED PARTY TRANSACTIONS:

Note Receivable: The Company has a Note Receivable from Streitz Property, LLC, a limited Liability Company owned principally by the sole shareholder. In July 2007, the note receivable was effectively canceled and netted against outstanding amounts due from Streitz Property, LLC . See Loan Payable Streitz Property, LLC below.

Notes Payable-Auto: During 2003, the Company assumed a note for approximately $28,229 from a financial institution for the benefit of the sole shareholder secured by an auto titled in the shareholders name. The note is payable over 60 months at $584 per month at 7.69% per annum. Interest expense for year ended December 31, 2006 was $1,043.

Notes Payable-Streitz Property, LLC: — *Mortgage:* On September 14, 2005, the Company’s sole shareholder obtained a mortgage from a financial institution for $122,000, secured by a third lien on real property occupied by the Company under a long-term lease agreement with the sole shareholder and a second mortgage on all personal property, including equipment, fixtures and other articles of personal property owned by the Company. In July 2007, the outstanding balance due shareholder was reduced by netting the outstanding note receivable from Streitz Property, LLC against outstanding balance due related party, Streitz Properties, LLC. The note bears no interest.

13. SUBSEQUENT EVENT: On August 3, 2007, the Company entered into an agreement whereby a wholly-owned subsidiary of Nexxus Lighting, Inc. acquired the Company on September 28, 2007 via a combination of stock and cash acquisition of all shares of the sole shareholder of Advanced Lighting Systems, Inc.

Exhibit 99.2

ADVANCED LIGHTING SYSTEMS, INC.

Unaudited Condensed Financial Statements

June 30, 2007

Advanced Lighting Systems, Inc
Condensed Balance Sheet

	(Unaudited) June 30, 2007
ASSETS	
Current Assets:	
Cash	$ 370,160
Trade accounts receivable, less allowance for doubtful accounts of $1,039	118,736
Inventories	602,194
Prepaid expenses	54,000
Total current assets	1,145,090
Property and Equipment:	
Machinery and equipment	73,214
Furniture and fixtures	55,803
Computers and software	34,007
Autos & Trucks	32,001
Leasehold improvements	10,861
Property held under capital lease	46,591
	252,476
Accumulated depreciation and amortization	(179,981)
Net property and equipment	72,494
Intangible assets, net	31,144
Goodwill	252,903
	$1,501,631
Liabilities and Stockholder's Equity	
Current Liabilities:	
Accounts payable	$ 176,582
Accrued liabilities	46,628
Line of credit	198,500
Deposits	469,492
Obligation under capital leases	6,123
Notes payable	400,046
Notes payable to related party	57,074
Total current liabilities	1,354,445
Obligation under capital leases, less current portion	27,103
Total liabilities	1,381,548
Stockholder's Equity:	
Common stock, no par value, 100,000 authorized, 5,000 shares issued and outstanding	30
Retained earnings	120,053
Total stockholder's equity	120,083
	$1,501,631

See accompanying notes to the unaudited condensed financial statements.

Advance Lighting Systems, Inc.
Condensed Statement of Income (Unaudited)

	For Six Months Ended June 30, 2007
Revenues	$ 1,100,081
Cost of sales	494,545
Gross margin	605,536
Operating expenses:	
Selling, general and administrative	517,289
Research and development	29,093
Total operating expenses	546,382
Operating income	59,154
Non-operating income (expense):	
Interest expense	(35,611)
Other expense	654
Total non-operating expense, net	(34,957)
Net income	$ 24,197

See accompanying notes to the unaudited condensed financial statements.

Advance Lighting Systems, Inc.
Condensed Statement of Cash Flows (Unaudited)

	For Six Months Ended June 30, 2007
Cash flows from operating activities:	
Net income	$ 24,197
Adjustments to reconcile net income to cash provided by operating activities:	
Depreciation	22,212
Amortization of intangible assets and other assets	1,303
Changes in operating assets & liabilities	
(Increase) decrease in:	
Accounts receivable, net	(16,572)
Inventories	(37,720)
Increase (decrease) in:	(50,000)
Accounts payable	341
Customer Deposits	445,429
Accrued expenses	23,920
Total adjustments	365,398
Net cash flows provided by operating activities	413,110
Cash flows from investing activities:	
Purchases of property and equipment	(4,739)
Net cash flows used in investing activities	(4,739)
Cash flows from financing activities:	
Payments on notes payable	(18,220)
Obligations under capital leases	(4,625)
Shareholder distributions	(7,086)
Payments on notes payable to related party	(25,756)
Proceeds from notes payable	17,000
Net cash flows used in financing activities	(38,687)
Net increase in cash	369,684
Cash, beginning of period	476
Cash, end of period	$ 370,160
Supplemental Disclosure of Cash Flow Information:	
Cash paid during the period for interest	$ 35,611

See accompanying notes to the unaudited condensed financial statements.

Advanced Lighting, Systems, Inc.
Notes to Condensed Financial Statements (unaudited)

The accompanying condensed financial statements are unaudited, but in the opinion of management, reflect all adjustments (consisting only of normal recurring adjustments) necessary to fairly state the Company's financial position, results of operations and cash flows as of and for the date and period presented. The financial statements of the Company are prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information.

These unaudited condensed financial statements should be read in conjunction with the Company's audited annual statements for the year ended December 31, 2006. The results of operations for the six months ended June 30, 2007 are not necessarily indicative of the results that may be expected for the entire year ending December 31, 2007 or any future period.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Revenue recognition - Generally, the Company recognizes revenue for its products upon shipment to customers, provided no significant obligations remain and collection is probable. For sales that include customer acceptance terms, revenue is recorded after customer acceptance. The Company's products typically carry a one-year limited warranty that includes replacement of defective parts. The annual expenses associated with such warranties were not material to operations. A reserve for estimated future warranty costs was recorded.

Income taxes - Effective May 5, 1997, the Company elected to be taxed under the Subchapter S Corporation provisions of the Internal Revenue Code. These provisions provide that the taxable income of the Company be included in the tax returns of the shareholders.

Recent accounting pronouncements – In September 2006, the FASB issued SFAS 157 "Fair Value Measurements." SFAS 157 simplifies and codifies guidance on fair value measurements under generally accepted accounting principles. This standard defines fair value, establishes a framework for measuring fair value and prescribes expanded disclosures about fair value measurements. SFAS 157 is effective for financial statements issued for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years, with early adoption permitted. We are currently evaluating the effect, if any, of adoption of SFAS 157 will have on our financial condition, results of operations and cash flows.

In February 2007, the FASB issued SFAS No. 159, "Fair Value Option for Financial Assets and Financial Liabilities", (SFAS No. 159) which upon adoption would allow entities to choose to measure many financial instruments and certain other items at fair value through earnings. The standard allows the fair value measurement to be applied instrument by instrument, is irrevocable for any instruments for which such selection is made, and applies to the entire instrument. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The Company is currently evaluating the impact, if any, the adoption of this standard will have on its financial statements.

2. INVENTORIES:

Inventories consist of the following:

	(Unaudited) June 30, 2007
Raw materials	$ 482,065
Work in process	29,237
Finished goods	50,727
Demo Equipment	40,165
	602,194
Less reserve for obsolescence	(0)
Net inventories	$ 602,194

3. OPERATING LEASES:

On January 2, 2000, the Company entered into a 15 year operating lease agreement with Streitz Properties, LLC, a related party. Pursuant to the lease, on January 2, 2000, the Company relocated to approximately 17,274 square feet of office, distribution and light manufacturing space at a new location in Sauk Centre, Minnesota. Base rent under the lease started on January 2, 2000 at monthly payments of $6,000. In addition to base rent, the Company is required to pay the property's operating expenses, including property taxes on personal property of the Company on the premises, comprehensive general liability insurance and fire insurance on personal property owned by the Company and all repairs except for repairs to major mechanical systems and roof. The lease provides for a security deposit of $4,000. On the same date the Company entered into a 15 year operating lease with Streitz properties, LLC, a related party, for certain extrusion equipment at a monthly payment of $3,000.

4. REVOLVING LINE OF CREDIT:

On September 14, 2005 the Company obtained an asset based revolving line of credit of $125,000 from a financial institution to facilitate working capital needs. The revolving line of credit was extended on September 14, 2006 and on November 22, 2006, was increased to $200,000. The revolving line of credit is scheduled to expire September 14, 2007, which was extended to the date of the acquisition discussed in Note 7 at which time the line was paid in full and closed. As of December 31, 2006, there was $181,500 outstanding under this line of credit and there was an available balance of $18,500. The line is secured by substantially all of the tangible assets of the Company. Interest is at prime plus 2% per annum (10.25% at December 31, 2006) and is payable in full on the expiration date. The agreement includes financial covenants related to maintenance of Minimum Debt Service Coverage. The Company was in compliance with the debt service coverage ratio for the year ended December 31, 2006.

5. CAPITAL STOCK:

At June 30, 2007 the Company had 100,000 authorized shares of no par Common Stock with 5,000 shares issued and outstanding. All shares are held by the Company's President and Chief Executive Officer.

6. CONTINGENCIES:

The Company is not currently a party to any pending legal proceedings. In the ordinary course of business the Company may become a party to various legal proceedings generally involving contractual matters, infringement actions, product liability claims and other matters.

7. SUBSEQUENT EVENT:

On August 3, 2007, the Company entered into an agreement whereby a wholly-owned subsidiary of Nexxus Lighting, Inc. acquired the Company on September 28, 2007 via a combination of stock and cash acquisition of all shares of the sole shareholder of Advanced Lighting Systems, Inc.

Exhibit 99.3

Unaudited Pro Forma Condensed Consolidating Financial Statements

On September 28, 2007 Nexxus Lighting, Inc. (“Nexxus”) completed its acquisition of Advanced Lighting Systems, Inc. (“ALS”) through a wholly owned subsidiary of Nexxus. The following unaudited pro forma condensed consolidating financial statements have been prepared to give effect to the completed acquisition, which was accounted for as a purchase.

The unaudited pro forma condensed consolidating balance sheet as of June 30, 2007, and the unaudited pro forma condensed consolidating statements of operations for the six months ended June 30, 2007 and the year ended December 31, 2006, are presented herein. The unaudited pro forma condensed consolidating balance sheet was prepared using the historical balance sheets of Nexxus and ALS as of June 30, 2007. The unaudited pro forma condensed consolidating statements of operations were prepared using the historical statements of operations of Nexxus and ALS for the six months ended June 30, 2007 and for the year ended December 31, 2006.

The unaudited pro forma condensed consolidating balance sheet gives effect to the acquisition as if it had been completed on June 30, 2007, and consolidates the unaudited condensed balance sheets of Nexxus and ALS. The unaudited pro forma condensed consolidating statements of operations for the six months ended June 30, 2007 and for the year ended December 31, 2006 gives effect to the acquisition as if it had occurred on January 1, 2006.

The unaudited pro forma condensed consolidating financial statements presented are based on the assumptions and adjustments described in the accompanying notes. The unaudited pro forma condensed consolidating financial statements are presented for illustrative purposes and do not purport to represent what the financial position or results of operations actually would have been if the events described above occurred as of the dates indicated or what such financial position or results would be for any future periods. The unaudited pro forma condensed consolidating financial statements, and the accompanying notes, are based upon the respective historical financial statements of Nexxus and ALS, and should be read in conjunction with Nexxus’s historical financial statements and related notes, Nexxus’s “Management’s Discussion and Analysis of Financial Condition and Results of Operation” contained in Nexxus’s Annual Report on Form 10-KSB for the year ended December 31, 2006 and Form 10-QSB for the six months ended June 30, 2007, and ALS’s financial statements presented herein.

Nexxus Lighting, Inc.
Unaudited Pro Forma Condensed Consolidating Balance Sheet

	As of June 30, 2007				
	Historical Nexxus	Historical ALS	Pro Forma Adjustments		Pro Forma Consolidated
ASSETS:					
Current Assets:					
Cash & cash equivalents	$ 2,548,426	$ 370,160	$ (911,000)	A	$ 1,318,740
			(688,846)	A	
Restricted investments	500,000	—			500,000
Investments	4,165,252	—			4,165,252
Net accounts receivable	1,383,071	118,736			1,501,807
Inventories, net of reserve	3,212,693	602,194			3,814,887
Prepaid expenses	309,164	54,000			363,164
Other assets	28,777	—			28,777
Total current assets	12,147,383	1,145,090	(1,599,846)		11,715,960
Property and equipment	4,192,269	252,476	(179,981)	B	4,264,763
Accumulated depreciation and amortization	(2,810,465)	(179,981)	179,981	B	(2,810,465)
Net property and equipment	1,381,804	72,494	—		1,454,297
Patents and trademarks, net of accumulated amortization	271,723	16,298			288,021
Goodwill		252,903	2,511,525	C	2,764,428
Other intangible assets net of accumulated amortization	78,713	14,846	(14,846)	C	78,713
Other assets	84,714	—	—		84,714
	13,964,337	1,501,631	$ 896,833		$16,362,801
LIABILITIES AND STOCKHOLDERS' EQUITY					
Current Liabilities:					
Accounts payable	1,767,644	176,582	—		1,944,226
Accrued liabilities	—	46,628	288,762	D	335,390
Related party payable	1,500	—			1,500
Accrued compensation and benefits	105,121	—			105,121
Notes payable	412,500	—			412,500
Revolving line of credit	1,246,558	198,500	(198,500)	E	1,246,558
Current portion of deferred rent	53,832	—			53,832
Current portion of notes payable	—	400,046	(400,046)	E	—
Current portion of notes due to related party	6,502	57,074	(57,074)	E	6,502
Current portion of capital lease obligations	—	6,123	(6,123)	E	—
Customers Deposits	19,227	469,492			488,719
Total current liabilities	3,612,884	1,354,445	(372,980)		4,594,348
Deferred rent, less current portion	201,870	—			201,870
Capital lease obligations, less current portion	4,334	27,103	(27,103)	E	4,334
Total liabilities	3,819,088	1,381,548	(400,083)		4,800,552
Stockholders' Equity					
Class A common stock	6,714	—	260	F	6,974
Common Stock	—	30	(30)	F	—
Additional paid-in capital	19,128,862	—	1,416,740	F	20,545,602
Accumulated deficit	(8,990,327)	120,053	(120,053)	F	(8,990,327)
Total stockholders' equity	10,145,249	120,083	1,273,583		11,562,249
	$13,964,337	$1,501,631	$ 896,833		$16,362,801

See accompanying notes to the unaudited pro forma condensed consolidating financial statements.

Nexxus Lighting, Inc.
Unaudited Pro Forma Condensed Consolidating Statements of Income

	For the six months ended June 30, 2007				
	Historical Nexxus	Historical Advanced	Pro Forma Adjustments		Pro Forma Consolidated
Revenues	$ 4,975,024	$1,100,081	$ —		$ 6,075,105
Cost of sales	3,594,395	494,545	—		4,088,940
Gross Profit	1,380,629	605,536	—		1,986,165
Operating expenses:					
Selling, general and administrative	2,520,434	517,289	—		3,037,723
Research and development	210,618	29,093	—		239,711
Total operating expenses	2,731,052	546,382	—		3,277,434
Operating Income (Loss)	(1,350,423)	59,154	—		(1,291,269)
Non-Operating Income (Expense):					0
Interest income	129,212	—	(28,094)	G	101,118
Interest expense	(19,353)	(35,611)	35,611	G	(19,353)
Other income (expense)	17,002	654	—		17,656
Total non-operating income (expense)	126,861	(34,957)	7,517		99,421
Net Income (Loss)	$(1,223,562)	$ 24,197	$ 7,517		$(1,191,848)
Net Loss Per Common Share:					
Basic and diluted loss per share	$ (0.18)				$ (0.17)
Weighted average shares outstanding					
Basic and diluted	6,653,111		260,000	H	6,913,111

See accompanying notes to the unaudited pro forma condensed consolidating financial statements.

Nexxus Lighting, Inc.
Unaudited Pro Forma Condensed Consolidating Statements of Income

	For the Year Ended December 31, 2006				
	Historical Nexxus	Historical Advanced	Pro Forma Adjustments		Pro Forma Consolidated
Revenues	$11,001,011	$2,160,359	$ —		$13,161,370
Cost of sales	7,064,461	1,041,288			8,105,749
Gross Profit	3,936,550	1,119,071	—		5,055,621
Operating expenses:					
Selling, general and administrative	6,040,523	986,960			7,027,483
Research and development	538,298	33,410			571,708
Gain on disposal of fixed assets	(593)	(773)			(1,366)
Gain on termination of capital lease, net of Impairment	(506,367)	—			(506,367)
Total operating expenses	6,071,861	1,019,597	—		7,091,458
Operating Income (Loss)	(2,135,311)	99,474	—		(2,035,837)
Non-Operating Income (Expense):					—
Interest income	38,488	—			38,488
Loss on investments	(3,482)	—			(3,482)
Interest expense	(356,320)	(63,134)	(113,518)	G	(469,837)
			63,134	G	
Other income	221,622	485			222,107
Total non-operating expense	(99,692)	(62,649)	(50,384)		(212,724)
Net Income (Loss)	$ (2,235,003)	$ 36,825	$ (50,384)		$ (2,248,562)
Net Loss Per Common Share:					
Basic and diluted loss per share	$ (0.80)				$ (0.74)
Weighted average shares outstanding					
Basic and diluted	2,810,187		260,000	H	3,070,187

See accompanying notes to the unaudited pro forma condensed consolidating financial statements.

Nexxus Lighting, Inc.
Notes to Unaudited Pro Forma Condensed Combined Financial Statements

Note 1. Basis of Presentation

The unaudited pro forma condensed consolidating statements of income of Nexxus Lighting, Inc. ("Nexxus") for the six months ended June 30, 2007 and the year ended December 31, 2006 give effect to the acquisition of Advanced Lighting Systems, Inc. ("ALS") as if it had been completed on January 1, 2006. The unaudited pro forma condensed consolidating balance sheet as of June 30, 2007 gives effect to the acquisition of ALS as if it had occurred on June 30, 2007.

The unaudited pro forma condensed consolidating statements of income and unaudited pro forma condensed consolidated balance sheet were derived by adjusting Nexxus's historical financial statements for the acquisition of ALS. The unaudited pro forma condensed consolidated balance sheet and unaudited pro forma condensed consolidated statements of income are provided for informational purposes only and should not be construed to be indicative of Nexxus's financial position or results of operations had the transaction been consummated on the dates indicated and do not project Nexxus's financial position or results of operations for any future period or date.

The unaudited pro forma condensed consolidating balance sheet and unaudited condensed consolidating statements of income and accompanying notes should be read in conjunction with Nexxus's historical financial statements and related notes, Nexxus's "Management's Discussion and Analysis of Financial Condition and Results of Operation" contained in Nexxus's Annual Report on Form 10-KSB for the year ended December 31, 2006 and Form 10-QSB for the six months ended June 30, 2007, and ALS's financial statements presented herein.

Note 2. Preliminary Purchase Price

The unaudited pro forma condensed consolidating financial statements reflect a preliminary purchase price of $3,305,608 (including acquisition costs of $288,762, all of which are reflected as accrued liabilities). Of the total preliminary purchase price, $1,599,846 was assumed to be financed with borrowings as Nexxus's available cash and short-term investment balances were not sufficient at January 1, 2006, plus 260,000 shares of common stock valued at $1,417,000 on the date of the acquisition. The purchase price is subject to change since stipulations in the purchase agreement, such as the working capital adjustment which is to be finalized during a 75 day period subsequent to the closing date, which has yet to be finalized. Note these amounts do not include any shares which could be made available to the seller of ALS through future earnouts as contemplated by the purchase agreement.

In the accompanying June 30, 2007 unaudited pro forma condensed consolidated balance sheet, the total purchase price is allocated to the tangible and identifiable intangible assets and the liabilities of ALS based on their estimated fair values as of the date of the acquisition in accordance with the purchase method of accounting.

The excess of the purchase price over the fair value of acquired assets and liabilities is allocated to goodwill as follows:

Cash	$ 370,160
Accounts receivable	118,736
Inventories	602,194
Other current assets	54,000
Property, plant and equipment	72,494
Goodwill	2,511,525
Patents	16,298
Other long-term assets	252,903
Accounts payable	(176,582)
Accrued expenses	(46,628)
Deposits	(469,492)
Total Purchase Price	3,305,608

Note 3. Pro Forma Adjustments

The pro forma adjustments made herein are based upon management's preliminary estimates of the value of the tangible and intangible assets acquired. These estimates are subject to finalization.

A – Reduction in Cash and Investments due to Acquisition: Cash and Investments were reduced to reflect the cash paid to the previous owner and the amount of debt paid off at the closing of the transaction.

B – Record fair market value of Fixed Assets Acquired: Fixed assets were recorded at fair market value at the date of acquisition. These pro forma calculations assume net book value of fixed assets approximates fair market value.

C – Increase in other intangible assets due to Acquisition: Other intangible assets were increased to reflect the recording of Goodwill (purchase price amount over the value of the assets acquired). See Note 2. Also includes the write off of deferred financing fees incurred in connection with obtaining financing that was paid off as part of the Acquisition and a write off of a previous technology licensing agreement between ALS and Nexxus.

D – Increase in accrued liabilities: Accrued liabilities increased to reflect the transaction costs of the acquisition of ALS.

E – Decrease in various debt and capital lease accounts: The decrease in the debt and capital leases reflect payoff of all amounts borrowed at the time of the acquisition.

F – Change in Equity accounts due to Acquisition: Reflects the change in the equity accounts due to the acquisition of ALS and issuance of shares to the seller of ALS.

G – Reduction in Interest Income and Decrease in Interest Expense due to Acquisition:

For the Six Months ended June 30, 2007: Interest income has been reduced to reflect a $1,599,846 reduction of Nexxus' cash and short term investments, which is the amount of cash paid in connection with the ALS acquisition. As more fully discussed in Nexxus Annual Report on Form 10-KSB for the year ended December 31, 2006 and Form 10-QSB for the six months ended June 30, 2007, Nexxus raised capital in December 2006 which was sufficient to repay any borrowings assumed in the pro forma calculations in the consolidating statement of income for the year ended December 31, 2006. Additionally, interest expense was decreased for 2006 to reflect the payoff of ALS' loans by Nexxus at the date of the merger.

For the Year ended December 31, 2006: Interest expense has been increased to reflect borrowings of $1,599,846 which Nexxus would have been required to borrow as Nexxus did not have sufficient cash and short term investments at January 1, 2006. Interest expense was also decreased to reflect the payoff of ALS' loans by Nexxus at January 1, 2006.

H – Change in the Weighted Average Shares Outstanding: The weighted average shares outstanding have been increased to reflect the 260,000 shares issued in connection with the ALS acquisition. This does not include any shares available to the seller of ALS through future earnouts included in the purchase agreement.