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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-QSB

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
For the quarterly period ended April 30, 2006

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
For the Transition Period from \_\_\_\_\_ to \_\_\_\_\_

COMMISSION FILE NUMBER: 333-127170

NITAR TECH CORP.  
(Exact name of Registrant as specified in its charter)

DELAWARE 98-0476582  
(State or other jurisdiction of (I.R.S. Employer Identification No.)  
incorporation or organization)

2283 ARGENTIA SQUARE, UNIT #8  
MISSISSAUGA, ONTARIO, CANADA, L5N 5Z2  
(Address of principal executive offices, including zip code)

(905) 824-5306 [ EXT. 201]  
(Registrant's telephone number, including area code)

Check whether the Registrant (1) has filed all reports required to be filed by  
Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding  
12 months (or for such shorter period that the Registrant was required to file  
such reports), and (2) has been subject to such filing requirements for the past  
90 days. Yes  No

Indicate by check mark whether the Registrant is a shell company (as defined in  
Rule 12b-2 of the Exchange Act). Yes  No

The number of shares of the Registrant's common stock issued and outstanding at  
March 9, 2006, was 11,051,118.

Transitional Small Business Disclosure Format: Yes  No

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PART I - FINANCIAL INFORMATION

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NITAR TECH CORP. AND SUBSIDIARY  
 CONDENSED CONSOLIDATED BALANCE SHEETS

	APRIL 30, 2006 (UNAUDITED)	JULY 31, 2005
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
<S> Cash and Cash Equivalents	\$ --	\$ 585
Accounts Receivable - Net of Allowance for Doubtful Accounts	3,911	6,710
Prepaid Expenses	714	4,875
Deferred Tax Asset	--	3,681
<b>TOTAL CURRENT ASSETS</b>	<b>4,625</b>	<b>15,851</b>
Property and Equipment - Net of Accumulated Depreciation	37,823	5,180
Software Development Costs - Net of Accumulated Amortization	374,992	421,441
Deferred Financing Costs	592,274	590,000
<b>TOTAL ASSETS</b>	<b>\$ 1,009,714</b>	<b>\$ 1,032,472</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Bank Overdraft	\$ 39,238	\$ --
Accounts Payable and Accrued Liabilities	96,988	28,224
Deferred Tax Liability	--	--
<b>TOTAL CURRENT LIABILITIES</b>	<b>136,226</b>	<b>28,224</b>
<b>OTHER LIABILITIES</b>		
Deferred Tax Liability	--	36,880
Shareholder Advances	2,685	500
<b>TOTAL LIABILITIES</b>	<b>138,911</b>	<b>65,604</b>
<b>STOCKHOLDERS' EQUITY</b>		
Common stock, \$0.001 par value; 50,000,000 shares authorized, 11,051,118 shares issued and outstanding	11,051	11,051
Additional-Paid-In-Capital	905,322	835,500
Retained Earnings	(192,973)	57,283
Accumulated Comprehensive Income	147,403	63,034
<b>TOTAL STOCKHOLDERS' EQUITY</b>	<b>870,803</b>	<b>966,868</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ 1,009,714</b>	<b>\$ 1,032,472</b>

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NITAR TECH CORP. AND SUBSIDIARY  
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

	THREE MONTHS ENDED APRIL 30, 2006 (UNAUDITED)	THREE MONTHS ENDED APRIL 30, 2005 (UNAUDITED)
-----		
NET REVENUES		
<S>	<C>	<C>
Consulting	\$ 39,418	\$ 151,936
Software Licensing Fees	970	9,285
-----		
TOTAL NET REVENUES	40,388	161,221
-----		
COST OF REVENUES AND OPERATING EXPENSES		
Cost of Revenues	43,303	28,074
Sales and Marketing	38,442	5,571
General and Administrative	56,844	25,054
Depreciation and Amortization	28,895	25,995
-----		
TOTAL COST OF REVENUES AND OPERATING EXPENSES	167,484	84,694
(LOSS) INCOME FROM OPERATIONS	(127,096)	76,527
Interest expense	52,978	907
-----		
(LOSS) INCOME BEFORE INCOME TAXES	(180,074)	75,620
(Benefit From) Provision for Income Taxes	(7,961)	18,641
-----		
NET INCOME (LOSS)	(172,113)	56,979
-----		
COMPREHENSIVE INCOME		
Foreign Currency Translation Income (Loss)	(22,052)	(22,971)
=====		
TOTAL COMPREHENSIVE INCOME (LOSS)	\$ (194,165)	\$ 34,008
-----		
NET INCOME (LOSS) PER COMMON SHARE-BASIC AND DILUTED	\$ (0.02)	\$ 0.01
-----		
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:		
BASIC AND DILUTED	11,051,118	10,522,936
-----		

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NITAR TECH CORP. AND SUBSIDIARY  
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

	NINE MONTHS ENDED APRIL 30, 2006 (UNAUDITED)	NINE MONTHS ENDED APRIL 30, 2005 (UNAUDITED)
-----		
NET REVENUES		
<S>	<C>	<C>
Consulting	\$ 148,281	\$ 173,219
Software Licensing Fees	41,810	63,095
-----		
TOTAL NET REVENUES	190,091	236,314
-----		
COST OF REVENUES AND OPERATING EXPENSES		
Cost of Revenues	131,141	84,661
Sales and Marketing	73,252	13,898
General and Administrative	133,113	60,277
Depreciation and Amortization	84,275	79,126
-----		
TOTAL COST OF REVENUES AND OPERATING EXPENSES	421,781	237,962
-----		
(LOSS) INCOME FROM OPERATIONS	(231,690)	(1,648)
-----		
Interest expense	53,309	3,606
-----		
(LOSS) INCOME BEFORE INCOME TAXES	(284,999)	(5,254)
-----		
(Benefit From) Provision for Income Taxes	(34,743)	(1,581)
-----		
NET INCOME (LOSS)	(250,256)	(3,673)
-----		
COMPREHENSIVE INCOME		
Foreign Currency Translation Income	84,372	19,370
=====		
TOTAL COMPREHENSIVE INCOME (LOSS)	\$ (165,884)	\$ 15,697
-----		
NET INCOME (LOSS) PER COMMON SHARE-BASIC AND DILUTED	\$ (0.02)	\$ (0.00)
-----		
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:		
BASIC AND DILUTED	11,051,118	10,522,936
-----		

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NITAR TECH CORP. AND SUBSIDIARY  
 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	NINE MONTHS ENDED APRIL 30, 2006 (UNAUDITED)	NINE MONTHS ENDED APRIL 30, 2005 (UNAUDITED)
CASH FLOWS FROM OPERATING ACTIVITIES:		
<S> Net Income (Loss)	\$ (250,256)	\$ (3,673)
NON-CASH ADJUSTMENTS		
Contributed Services by Shareholders	38,263	35,329
Depreciation and Amortization Expense	84,275	79,126
Financing Expenses	51,454	--
Bad Debt Expense	5,131	--
CHANGES IN OPERATING ASSETS AND LIABILITIES		
Accounts Receivable	(1,846)	(43,789)
Prepaid Expenses	4,421	--
Accounts Payable and Accrued Liabilities	63,151	(20,120)
Deferred Tax Liability	(34,743)	(1,581)
NET CASH FLOWS FROM OPERATING ACTIVITIES	(40,150)	45,292
NET CASH FROM INVESTING ACTIVITIES	--	--
CASH FLOWS FROM FINANCING ACTIVITIES:		
Advances from (Repayment on) Bank Indebtedness	37,496	(37,952)
Advances from (Repayment to) Shareholders	2,042	(7,422)
NET CASH FLOWS FROM FINANCING ACTIVITIES	39,538	(45,374)
NET EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	27	7
NET CHANGE IN CASH AND CASH EQUIVALENTS	(585)	(75)
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	585	75
CASH AND CASH EQUIVALENTS, END OF PERIOD	\$ --	\$ --
SUPPLEMENTAL DISCLOSURES		
Interest Paid	\$ 1,856	\$ 2,674
Income Taxes Paid	--	--
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Property & Equipment Donated by Shareholders	\$ 31,559	\$ --
Contributed Services by Shareholders	38,263	35,329

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NITAR TECH CORP. AND SUBSIDIARY  
NOTES TO CONDENSED CONSOLIDATED FINANCIALS STATEMENTS

1. GENERAL

The accompanying unaudited financial statements include all adjustments of a normal and recurring nature which, in the opinion of the Company's management, are necessary to present fairly the Company's financial position as of April 30, 2006 and the results of its operations and cash flows for the nine months and three months ended April 30, 2006 and 2005. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been omitted pursuant to the rules and regulations of the Securities and Exchange Commission. These condensed financial statements should be read in conjunction with the financial statements and related notes contained in the Company's Form SB-2 to the Securities and Exchange Commission for the years ended July 31, 2005 and 2004. The results of operations and cash flows for the periods ended April 30, 2006 and 2005 are not necessarily indicative of the results to be expected for the full years' operations.

2. RECENT ACCOUNTING PRONOUNCEMENTS

In February 2006, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standard ("SFAS") No. 155, "Accounting for Certain Hybrid Financial Instruments - an amendment of FASB Statement No. 133 and 140" ("SFAS 155"). SFAS 155 resolves issues addressed in Statement 133 Implementation Issue No. D1, "Application of Statement 133 to Beneficial Interests in Securitized Financial Assets." SFAS 155 is effective for all financial instruments acquired or issued after the beginning of the first fiscal year that begins after September 15, 2006. As such, the Company is required to adopt these provisions at the beginning of the fiscal year ended July 31, 2008. The Company is currently evaluating the impact of SFAS 155 on its consolidated financial statements.

3. RELATED PARTY TRANSACTIONS

During the three months ended April 30, 2006 and 2005, principal stockholders of the Company contributed their services and rented office space to the Company. The Company imputed the value of their contributed services and the rental of office space at market rates in the amounts of \$12,695 and \$11,620, respectively. For the nine months ended April 30, 2006 and 2005, the amounts of their contributed services and rented office space to the Company were \$38,263 and \$35,329, respectively. The contributed services and rental of office space were expensed with general and administrative expenses and an addition to Additional Paid-In Capital. During the third quarter of the fiscal year 2006, principal stockholders of the Company donated property & equipment with a fair market value of \$31,559.

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NITAR TECH CORP. AND SUBSIDIARY  
NOTES TO CONSOLIDATED FINANCIALS STATEMENTS

The Company engages the consulting services of Kanak Consulting and Next Technology. Principal stockholders of the Company are principal stockholders of Kanak Consulting and Next Technology. The related parties charge market rates to the Company, and in return, earn consulting fees for the Company inclusive of professional consulting and software development. The total amounts invoiced to the Company by Kanak Consulting and Next Technologies for the three months ended January 31, 2006 and 2005, respectively, are as follows:

Three Months Ended April 30,	2006	2005
Consulting Fees:		
Kanak Consulting	\$ 18,254	\$ 10,084
Next Technology	19,470	12,623
Total Related Party Fees	\$ 37,724	\$ 22,707

The total amounts invoiced to the Company by Kanak Consulting and Next Technologies for the nine months ended April 30, 2006 and 2005, respectively, are as follows:

Nine Months Ended April 30,	2006	2005
Consulting Fees:		
Kanak Consulting	\$ 55,544	\$ 25,661
Next Technology	55,944	35,294
Total Related Party Fees	\$111,488	\$ 60,955

4. BUSINESS SEGMENTS AND OTHER REVENUE INFORMATION

The Company operated in two principal business segments. The Company's reportable business segments are the selling of computer software licensing agreements for their internet-based software products and computer software professional services consulting practice. In addition, the Company reports certain administrative activities under the corporate segment. The Company evaluates segment performance based on net income (loss). The Company's revenues were from external customers; no transactions between segments were recorded in the amounts shown in the following schedule.

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NITAR TECH CORP. AND SUBSIDIARY  
 NOTES TO CONSOLIDATED FINANCIALS STATEMENTS

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THREE MONTHS ENDED APRIL 30, 2006	SOFTWARE LICENSING FEES	CONSULTING	CORPORATE	TOTAL CONSOLIDATED
<S>	<C>	<C>	<C>	<C>
Revenues	\$ 970	\$ 39,418	\$ --	\$ 40,388
Cost of Revenues	(6,495)	(36,808)	--	(43,303)
Sales and Marketing	(38,442)	--	--	(38,442)
General and Administrative	(2,824)	--	(54,020)	(56,844)
Depreciation and Amortization	(27,982)	--	(913)	(28,895)
Interest Expense	--	--	(52,978)	(52,978)
Benefit From (Provision for) Income Taxes	4,657	(163)	3,467	7,961
NET INCOME (LOSS)	\$ (70,116)	\$ 2,447	\$ (104,444)	\$ (172,113)
CAPITAL EXPENDITURES	\$ --	\$ --	\$ --	\$ --
TOTAL ASSETS	\$ 374,992	\$ --	\$ 634,722	\$ 1,009,714

THREE MONTHS ENDED APRIL 30, 2005	SOFTWARE LICENSING FEES	CONSULTING	CORPORATE	TOTAL CONSOLIDATED
Revenues	\$ 9,285	\$ 151,936	\$ --	\$ 161,221
Cost of Revenues	(4,211)	(23,863)	--	(28,074)
Sales and Marketing	(5,571)	--	--	(5,571)
General and Administrative	(1,253)	--	(23,801)	(25,054)
Depreciation and Amortization	(25,612)	--	(383)	(25,995)
Interest Expense	--	--	(907)	(907)
Benefit From (Provision for) Income Taxes	6,841	(31,755)	6,273	(18,641)
NET INCOME (LOSS)	\$ (20,521)	\$ 96,318	\$ (18,818)	\$ 56,979
CAPITAL EXPENDITURES	\$ --	\$ --	\$ --	\$ --
TOTAL ASSETS	\$ 435,400	\$ --	\$ 66,433	\$ 501,833

</TABLE>

Revenue from one customer was \$39,580 or 98% of the Company's total revenues for the three months ended April 30, 2006. Revenues from two customers during the three months ended April 30, 2005 were approximately \$151,568 or 94%.

All of the Company's revenues were from Canada and the United States. Revenues from Canada and the United States for the three months ended April 30, 2006 were \$0 and \$40,388, respectively. For the three months ended April 30, 2005, revenues from Canada and the United States were \$5,897 and \$155,324, respectively. Revenues are attributed to countries based on the location of the customers.

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NITAR TECH CORP. AND SUBSIDIARY  
 NOTES TO CONSOLIDATED FINANCIALS STATEMENTS

	NINE MONTHS ENDED APRIL 30, 2006	SOFTWARE LICENSING FEES	CONSULTING	CORPORATE	TOTAL CONSOLIDATED
<S>	<C>	<C>	<C>	<C>	<C>
Revenues	\$ 41,810	\$ 148,281	\$ --	\$ --	\$ 190,091
Cost of Revenues	(19,671)	(111,470)	--	--	(131,141)
Sales and Marketing	(73,252)	--	--	--	(73,252)
General and Administrative	(6,656)	--	(126,457)	--	(133,113)
Depreciation and Amortization	(82,696)	--	(1,579)	--	(84,275)
Interest Expense	--	--	(53,309)	--	(53,309)
Benefit From (Provision for) Income Taxes	20,896	(5,476)	19,323	--	34,743
NET INCOME (LOSS)	\$ (119,569)	\$ 31,335	\$ (162,022)	\$ --	\$ (250,256)
CAPITAL EXPENDITURES	\$ --	\$ --	\$ --	\$ --	\$ --
TOTAL ASSETS	\$ 374,992	\$ --	\$ 634,722	\$ --	\$ 1,009,714

	NINE MONTHS ENDED APRIL 30, 2005	SOFTWARE LICENSING FEES	CONSULTING	CORPORATE	TOTAL CONSOLIDATED
Revenues	\$ 63,095	\$ 173,219	\$ --	\$ --	\$ 236,314
Cost of Revenues	(12,699)	(71,962)	--	--	(84,661)
Sales and Marketing	(13,898)	--	--	--	(13,898)
General and Administrative	(3,014)	--	(57,263)	--	(60,277)
Depreciation and Amortization	(77,869)	--	(1,257)	--	(79,126)
Interest Expense	--	--	(3,606)	--	(3,606)
Benefit From (Provision for) Income Taxes	13,356	(30,470)	18,695	--	1,581
NET INCOME (LOSS)	\$ (31,029)	\$ 70,787	\$ (43,431)	\$ --	\$ (3,673)
CAPITAL EXPENDITURES	\$ --	\$ --	\$ --	\$ --	\$ --
TOTAL ASSETS	\$ 435,400	\$ --	\$ 66,433	\$ --	\$ 501,833

</TABLE>

Revenue from one customer was \$148,281 or 78% of the Company's total revenues for the nine months ended April 30, 2006. Revenues from two customers during the nine months ended April 30, 2005 were approximately \$150,385 or 64%.

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NITAR TECH CORP. AND SUBSIDIARY  
NOTES TO CONSOLIDATED FINANCIALS STATEMENTS

All of the Company's revenues were from Canada and the United States. Revenues from Canada and the United States for the nine months ended April 30, 2006 were \$36,614 and \$153,477, respectively. For the nine months ended April 30, 2005, revenues from Canada and the United States were \$76,926 and \$159,388, respectively. Revenues are attributed to countries based on the location of the customers.

5. LEASE OBLIGATIONS

During March 2006, the Company entered into a five-year building lease with an unrelated entity, with monthly rent of \$1,815. The lease includes annual increases for each of the remaining four years of the primary lease term of 3%, commencing on the annual renewal date of June 1st. Future minimum lease payments for the five years succeeding April 30, 2006 are as follows:

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	2007	2008	2009	2010	2011	THEREAFTER	TOTAL
<S>	\$20,517	\$23,090	\$23,862	\$24,634	\$25,406	\$2,122	\$119,631

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This rental agreement did not contribute to any rental expense for the periods ended April 30, 2006 and 2005.

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

FORWARD-LOOKING STATEMENTS

To the extent that the information presented in this Quarterly Report on Form 10-QSB for the quarter ended April 30, 2006, discusses financial projections, information or expectations about our products or markets, or otherwise makes statements about future events, such statements are forward-looking. We are making these forward-looking statements in reliance on the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Although we believe that the expectations reflected in these forward-looking statements are based on reasonable assumptions, there are a number of risks and uncertainties that could cause actual results to differ materially from such forward-looking statements. These risks and uncertainties are described, among other places in this Quarterly Report, in this "Management's Discussion And Analysis Of Financial Condition And Results Of Operations."

In addition, we disclaim any obligations to update any forward-looking statements to reflect events or circumstances after the date of this Quarterly Report. When considering such forward-looking statements, you should keep in mind the risks referenced above and the other cautionary statements in this Quarterly Report.

RESULTS OF OPERATIONS

THREE MONTH PERIOD ENDED APRIL 30, 2006 COMPARED TO THE SAME PERIOD ENDED APRIL 30, 2005 REVENUES

During the three months ended April 30, 2006 the Company generated \$40,388 in revenue from the sale of consulting and software licensing fees versus \$161,221 in revenue from consulting and software licensing fees in the same three month period ended April 30, 2005. From a revenue source perspective, the majority of this revenue was consulting related, \$39,418 or 98% of total revenues, while DynamicHub related revenue was \$970 or 2% of total revenues. In the three months ended April 30, 2005, \$151,936 or 94% of revenue was generated from consulting work and DynamicHub revenues were \$9,285 or 6% of total revenues. In both current and prior year period there were no licensing fees generated by the choozmail(C) product line. Revenues for choozmail are anticipated to commence shortly after investor financing has been secured, currently anticipated to be early 4th Quarter of fiscal 2006.

During the 3rd quarter of fiscal 2006, the revenue decrease over the prior year was a direct result of reduction in consulting opportunities. This decrease was directly related to one US based customer that contributed \$100,816 in the three month period ended April 30, 2005. No revenue was generated with the same customer during the three months ended April 30, 2006, which is the main reason for the revenue discrepancy. Additional growth from consulting can be achieved before additional personnel will be required. The main reason for the enhanced focus is to generate as much cash flow as possible in order to maintain minimal break-even cash flow, in order to continue operations until such time as the Company can successfully complete investment financing, which will allow it to execute the full marketing and promotion necessary to materially grow the DynamicHub and choozmail(C) product lines.

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#### COST OF REVENUES

Cost of revenues for the three month period ended April 30, 2006 was \$43,303, which consisted primarily of fees paid to consulting services staff of \$37,724. In the period ended April 30, 2005, cost of revenues was \$28,074 and consisted of the same cost elements. The principal cost of revenue item in the second quarter of fiscal 2005 consisted of fees paid to consulting services staff of \$23,019. The primary drivers for the overall increase in cost of revenues for the three months ended April 30, 2006, versus the three months ended April 30, 2005, were due to increased consulting fees of \$14,705 offset partially by decreased internet service provider costs of \$633, related to one-time set-up charges. The reason for the increase in consulting fees for the three months ended April 30, 2006, was due to the full-time nature of the consultants in the current quarter versus the part-time hire of consultants for the three months ended April 30, 2005. The overall cost of sales for the quarter ended April 30, 2006, is expected to remain relatively stable for the balance of the year, or unless the Company can generate investment funding which would materially affect and significantly increase.

#### SALES AND MARKETING

Total sales and marketing expenses for the three months ended April 30, 2006 were \$38,442 versus \$5,571 in the three months ended April 30, 2005. The major reason for the increase was due to the startup of advertising and promotional costs related to the choozmail product line increased travel requirements to South America and the United States in order to meet with clients and promote the product lines.

#### GENERAL AND ADMINISTRATIVE

In the three months ended April 30, 2006, general and administrative expenses were \$56,844 versus \$25,054 for the three month period ended April 30, 2005. The main variance is attributed to increased legal and accounting fees. Legal and accounting expenses for the three months ended April 30, 2006 were \$36,678, and significantly higher than the \$11,250 recorded in the three months ended April 30, 2005. The expenses incurred in the third quarter of fiscal 2006 reflect primarily the increase requirements for SEC registration and other consulting fees incurred for financing initiatives.

#### DEPRECIATION AND AMORTIZATION

Our depreciation and amortization for the three months ended April 30, 2006 versus the three months ended April 30, 2005 increased from \$25,995 to \$28,895. The three months ended April 30, 2005 continued the commencement of amortization of software development costs that had been capitalized in each of the previous four fiscal years ended July 31, 2004, 2003, 2002, and 2001. The initiation of amortization commenced during the three months ended October 31, 2004. Amortization was deemed to commence given the fact that the main service offering, choozmail, had completed development and beta testing requirements and was available for sale on our website.

#### OTHER INCOME/EXPENSES

In the quarter ended January 31, 2006, the Company expensed \$52,978 in interest expense which was higher than the \$907 expensed in the quarter ended April 30, 2005. In the three months ended April 30, 2006, the initiation of amortization of deferred financing costs commenced as the Company successfully registered with the SEC and NASD. This registration initialized amortization of the deferred financing costs on a two-year straight-line basis, and included \$52,231 in the current quarter accounting for the material variance versus the three month period ended April 30, 2005.

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**INCOME TAXES**

During the three month period ended April 30, 2006, we incurred a benefit from income taxes of \$7,961 as compared to the three months ended April 30, 2005 where we incurred an expense for income taxes of \$18,614. This change of \$26,602 was the result of the increase in the operating losses generated during the current year versus the taxable income generated for the three months ended April 30, 2005. The difference between amortization methods of software development costs between tax and book also contributed to the variance.

**NET LOSS**

The Company recorded a net loss for the three months ended April 30, 2006 of \$172,114 versus a net income of \$56,979 for the same period in the previous year.

**NINE MONTH PERIOD ENDED APRIL 30, 2006 COMPARED TO THE SAME PERIOD ENDED APRIL 30, 2005 REVENUES**

During the nine months ended April 30, 2006 the Company generated \$190,091 in revenue from the sale of consulting and software licensing fees versus \$236,314 in revenue from consulting and software licensing fees in the same nine month period ended April 30, 2005. From a revenue source perspective, the vast majority of the revenue in the current year was consulting related, \$148,281 or 78% of total revenues, while DynamicHub related revenue was \$41,810 or 22% of total revenues. In the nine months ended April 30, 2005, \$173,219 or 73% of revenue was generated from consulting work and DynamicHub revenues were \$63,095 or 27% of total revenues. In both current and prior year periods there were no licensing fees generated by the choozmail(C) product line. Revenues for choozmail are anticipated to commence shortly after investor financing has been secured, currently anticipated to be early 4th Quarter of fiscal 2006.

During the first nine months of fiscal 2006 the revenue decrease over the prior year was a direct result of reduction in consulting opportunities. This decrease was not impacted by a reduction in existing personnel capacity. Additional growth from consulting can be achieved before additional personnel will be required. The main reason for the enhanced focus is to generate as much cash flow as possible in order to maintain minimal break-even cash flow, in order to continue operations until such time as the Company can successfully complete investment financing, which will allow it to execute the full marketing and promotion necessary to materially grow the DynamicHub and choozmail(C) product lines. Another contributing factor in the decrease of consulting fees during the first nine months of the current fiscal year has been the lack of revenue from a major United States customer. The customer has contributed \$98,967 of consulting fees, the major reason for the overall decrease in the revenue amount of \$46,223 versus the first nine months of the prior year.

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#### COST OF REVENUES

Cost of revenues for the nine month period ended April 30, 2006 were \$131,141, which consisted of fees paid to consulting services staff of \$113,198. In the period ended April 30, 2005, cost of revenues was \$84,661 and consisted of the same cost elements. The principal cost of revenue item during the nine months ended April 30, 2005 consisted of fees paid to consulting services staff of \$67,398. The primary driver for the overall increase in cost of revenues for the nine months ended April 30, 2006, versus the nine months ended April 30, 2005, was due to increased consulting fees of \$113,198. The reason for the increase in consulting fees for the nine months ended April 30, 2006, was due to the full-time nature of the consultants in the current year versus the part-time hire of consultants for the nine months ended April 30, 2005. The overall cost of sales for the nine months ended April 30, 2006, is expected to remain relatively stable for the balance of the year, or unless the Company can generate investment funding which would materially affect and significantly increase.

#### SALES AND MARKETING

Total sales and marketing expenses for the nine months ended April 30, 2006 were \$73,252 versus \$13,898 in the nine months ended April 30, 2005. The major reason for the increase was due to commencement of advertising and marketing initiatives for the choozmail product line, which included a booth at a trade show in Mississauga, Ontario, and increased travel and accommodation requirements for trips to South America and the United States in order to meet with clients and promote the product lines.

#### GENERAL AND ADMINISTRATIVE

In the nine months ended April 30, 2006, general and administrative expenses were \$133,113 versus \$60,277 for the nine month period ended April 30, 2005. The main variance is attributed to increased legal and accounting fees. Legal and accounting expenses for the nine months ended April 30, 2006 were \$58,091, significantly higher than the \$15,581 recorded in the nine months ended April 30, 2005. The expenses incurred in the first nine months of fiscal 2006 reflect primarily the increase in filing requirements for SEC registration and other consulting fees incurred for financing initiatives. Also in the nine months ended April 30, 2006 there were one-time employee benefits incurred in the amount of \$7,333. No such charges were incurred in the nine months ended April 30, 2005. A Bad Debt reserve expense of \$5,131 was incurred in the nine months ended January 31, 2006. Again, no such expense was recorded during the nine months ended April 30, 2005. During the first nine months of the year, increases in telecommunications expenses and office supplies were higher than the same nine month period of the previous year, in the amounts of \$4,596 and \$4,051, respectively.

#### DEPRECIATION AND AMORTIZATION

Our depreciation and amortization for the nine months ended April 30, 2006 versus the nine months ended April 30, 2005 increased from \$79,126 to \$84,275. The nine months ended April 30, 2005 continued the commencement of amortization of software development costs that had been capitalized in each of the previous four fiscal years ended July 31, 2004, 2003, 2002 and 2001. The initiation of amortization commenced during the three months ended October 31, 2004. Amortization was deemed to commence given the fact that the main service offering, choozmail, had completed development and beta testing requirements and was available for sale on our website.

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OTHER INCOME/EXPENSES

During the nine months ended April 30, 2006, the Company expensed \$53,309 in interest expense which was higher than the \$3,606 expensed during the nine months ended April 30, 2005. In the nine months ended April 30, 2006, the initiation of amortization of deferred financing costs commenced as the Company successfully registered with the SEC and NASD. This registration initialized amortization of the deferred financing costs on a two-year straight-line basis, and included \$52,231 which accounts for the material variance versus the nine month period ended April 30, 2005.

INCOME TAXES

During the nine month period ended April 30, 2006, we incurred a benefit from income taxes of \$34,743 as compared to the nine months ended April 30, 2005 where we also incurred a benefit for income taxes of \$1,581. This change of \$33,162 was the result of the increase in the operating losses generated during the current year and the difference between amortization methods of software development costs between tax and book.

NET LOSS

The Company recorded a net loss for the nine months ended April 30, 2006 of \$250,256 versus a net loss of \$3,673 for the same period in the previous year.

LIQUIDITY AND CAPITAL RESOURCES

At April 30, 2006, the Company's need for cash included satisfying \$136,226 of current liabilities, which consisted of accounts payable and accrued liabilities of \$96,988 and bank indebtedness in the form of a bank overdraft of \$39,238. At April 30, 2006, the Company had a working capital deficiency of \$131,601. The Company did have available to it additional bank overdraft access of approximately \$2,000.

Our ability to continue as a going concern is dependent on the Company's ability to raise additional funding from expansion of our bank facility, an equity injection, and increased sales revenue. At April 30, 2006, the Company had a cash overdraft of \$39,238. In addition, certain shareholders have also supported the Company by foregoing salaries and expense reimbursement from time-to-time or converting shareholders loans to equity. While there is no legal commitment for them to do so, the Company believes that certain shareholders will continue to support the Company in a similar manner.

The Company anticipates that its cash needs over the next 12 months will be met by primarily from a combination of profits, available bank overdraft, and investment funding.

If the Company is unable to obtain additional funding sources of debt and equity capital, then the failure to obtain this funding will have a material adverse effect on the Company's business and this may force the Company to reorganize, or to reduce the cost of all operations to a lower level of expenditure which may have the effect of reducing the Company's expected revenues and net income in 2006.

OFF-BALANCE SHEET ARRANGEMENTS

We have no off-balance sheet arrangements.

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ITEM 3. CONTROLS AND PROCEDURES

- (a) Evaluation of Disclosure Controls and Procedures. Our Chief Executive Officer and Chief Financial Officer evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-14(c) under the Securities Exchange Act of 1934) as of the end of the period ended April 30, 2006. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that our controls and procedures are effective in providing reasonable assurance that the information required to be disclosed in this report is accurate and complete and has been recorded, processed, summarized and reported within the time period required for the filing of this report.
- (b) Changes in internal controls. There was no change in our internal controls or in other factors that could affect these controls during our last fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

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PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS  
None

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS  
None

ITEM 3. DEFAULTS UPON SENIOR SECURITIES  
None

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS  
None

ITEM 5. OTHER INFORMATION  
None

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) Exhibits

The following exhibits are filed as a part of this report on Form 10-QSB:

EXHIBIT NO.	DESCRIPTION
31.1	Rule 13(a)-14(a)/15(d)-14(a) Certification of Chief Executive Officer
31.2	Rule 13(a)-14(a)/15(d)-14(a) Certification of Chief Financial Officer
32.1	Section 1350 Certification of Chief Executive Officer
32.2	Section 1350 Certification of Chief Financial Officer

(b) Reports on Form 8-K

On March 7, 2006, the Company filed a current report on Form 8-K dated March 6, 2006 reporting that the Company had terminated the Letter of Intent dated December 22, 2004 to acquire Connect Education Systems, Inc.

On February 14, 2006, the Company filed a current report on Form 8-K dated February 13, 2006 reporting that the Company had finalized an Agreement with AAA Wisconsin. As a partner with AAA's "Show Your Card & Save" program, CHOOZMAIL is being offered to all AAA Wisconsin members with a view to provide AAA members the ability to participate on the internet with a secure communications solution that focuses on the family and children's safety and security.

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SIGNATURES

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

Dated: May 25, 2006

Nitar Tech Corp.

By: /s/ Luiz O. Brasil

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Luiz O. Brasil  
President

**Filename:** **exh31-1.txt**

**Type:** **EX-31.1**

**Comment/Description:**

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CERTIFICATIONS

EXHIBIT 31.1

I, Luiz Augusto Brasil, Chief Executive Officer, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of NITAR TECH CORP.

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have;

Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the period covered by this quarterly report (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

All significant deficiencies and material weakness in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 25, 2006

/S/ LUIZ AUGUSTO BRASIL

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Luiz Augusto Brasil  
Chief Executive Officer

Filename: exh31-2.txt

Type: EX-31.2

Comment/Description:

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CERTIFICATIONS

EXHIBIT 31.2

I, Jose Gustavo Brasil, Chief Financial Officer, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of NITAR TECH CORP.

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have;

Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the period covered by this quarterly report (the registrant's fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

All significant deficiencies and material weakness in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 25, 2006

/S/ JOSE GUSTAVO BRASIL

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Jose Gustavo Brasil  
Chief Financial Officer

**Filename:** **exj32-1.txt**

**Type:** **EX-32.1**

**Comment/Description:**

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EXHIBIT 32.1

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

In connection with the Quarterly Report of NITAR TECH CORP. (the "Company") on Form 10-QSB for the period ended April 30, 2006 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Luiz Augusto Brasil, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that;

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

/S/ LUIZ AUGUSTO BRASIL

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Name: Luiz Augusto Brasil  
Title: Chief Executive Officer  
Date: May 25, 2006

**Filename:** **exh32-2.txt**

**Type:** **EX-32.2**

**Comment/Description:**

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EXHIBIT 32.2

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

In connection with the Quarterly Report of NITAR TECH CORP. (the "Company") on Form 10-QSB for the period ended April 30, 2006 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Jose Gustavo Brasil, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

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

/S/ JOSE GUSTAVO BRASIL

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Name: Jose Gustavo Brasil  
Title: Chief Financial Officer  
Date: May 25, 2006