

INTEGRATED BIOPHARMA INC  
Form 10-Q/A  
May 19, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

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

For the quarterly period ended March 31, 2010

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 001-31668

INTEGRATED BIOPHARMA, INC.

(Exact name of registrant, as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation or  
organization)

22-2407475  
(I.R.S. Employer Identification No.)

225 Long Ave., Hillside, New Jersey  
(Address of principal executive offices)

07205  
(Zip Code)

(888) 319-6962  
(Registrant's telephone number, including Area Code)

Not Applicable

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and 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 large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

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Large accelerated filer      Accelerated filer      Non-accelerated filer      Smaller reporting  
company x

Indicate by check whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes    No x

Applicable only to Corporate Issuers:

The number of shares outstanding of each of the issuer's class of common stock, as of the latest practicable date:

| Class                           | Outstanding at May 19, 2010 |
|---------------------------------|-----------------------------|
| Common Stock, \$0.002 par value | 20,519,342 Shares           |

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Explanatory Statement

This Amendment No. 1 amends Integrated BioPharma, Inc.'s Quarterly Report on Form 10-Q for the quarter ended March 31, 2010 which was filed with the Securities and Exchange Commission on May 19, 2010. The Company is filing this Amendment No. 1 to correct a typographical error found in the Signature page to the original filing. Accordingly, the Signature page has been amended to reflect a correction of the typographical error.

This Amendment No. 1 does not include the entire Form 10-Q except as described in this explanatory note. This Amendment No. 1 does not amend any other information set forth in the original filing.

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

INTEGRATED BIOPHARMA, INC.

Date: May 19, 2010

By: /s/ E Gerald Kay  
E. Gerald Kay,  
President and Chief Executive Officer

Date: May 19, 2010

By: /s/ Dina L. Masi  
Dina L. Masi,  
Chief Financial Officer & Senior Vice President