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

FORM 8-K/A
(Amendment No. 1)

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

Date of Report (Date of earliest event reported): October 1, 2015

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

Nevada
(State or other jurisdiction of incorporation)

0-13215	**30-0050402**
(Commission File Number)	(I.R.S. Employer Identification No.)

1933 Cliff Drive, Suite 11, Santa Barbara, California	**93109**
(Address of principal executive offices)	(Zip Code)

(805) 964-3313
(Registrant's telephone number, including area code)

Warp 9, Inc.
(Former name, former address and former fiscal year, 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.

[_] Written communications pursuant to Rule 425 under the Securities Act (17 CFR240.14d-2(b))
[_] Soliciting material pursuant to Rule 14a-12 under Exchange Act (17 CFR240.14a-12)
[_] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR240.14d-2(b))
[_] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Explanatory Note

This Amendment No. 1 on Form 8-K/A ("Form 8-K/A") amends the Current Report on Form 8-K filed by CloudCommerce with the Securities and Exchange Commission ("SEC") on October 6, 2015 ("Original Form 8-K").

SECTION 9.01. FINANCIAL STATEMENTS, PRO FORMA FINANCIALS & EXHIBITS

(a) Financial Statement of Businesses Acquired.

(b) Pro Forma Financial Information.

On October 1, 2015, CloudCommerce, Inc., a Nevada corporation (the "Company") closed its acquisition of Indaba Group, LLC, a Colorado limited liability company ("Indaba") pursuant to the agreement and plan of merger (the "Agreement"), with Indaba, Warp 9, Inc., a Delaware corporation and wholly owned subsidiary of the Company (the "Merger Sub"), and Ryan Shields, an individual holding outstanding membership interests of Indaba, Blake Gindi, an individual holding outstanding membership interests of Indaba, and Jack Gindi, an individual holding outstanding membership interests of Indaba (collectively, the "Sellers" or "Indaba Members"). Pursuant to the Agreement Indaba merged with and into the Merger Sub. The Merger Sub, as the surviving entity, changed its name to Indaba Group, Inc. ("IGI"). On October 6, 2015 the Company filed a Report on Form 8K disclosing the closing of the merger of Indaba with and into IGI. This Report amends the Report filed by the Company on October 6, 2015 to include financial statements of Indaba and proforma information of the Company as set forth in in Exhibits 99.1, 99.2 and 99.3 (the "Financial Information"). This Form 8-K/A amends Item 9.01 of the Original Form 8-K to include financial statements of the business acquired and pro forma financial information in accordance with Items 9.01(a) and (b) within seventy one calendar days after the date on which the initial report on Form 8-K was required to be filed. Except as set forth in Item 9.01, no other changes are being made to the Original Form 8-K.

The description of the Agreement found in this Form 8-K/A is not intended to be complete and is qualified in its entirety by reference to the Agreement incorporated herein by reference.

(d) Exhibits

10.1 Agreement and Plan of Merger by and among Indaba Group, LLC, a Colorado limited liability company, Ryan Shields, Blake Gindi, and Jack Gindi, Warp 9, Inc., a Nevada corporation, and Warp 9, Inc., a Delaware corporation. (Incorporated by reference to Exhibit 10.1 to the registrant's Current Report on Form 8-K, filed June 30, 2015).

99.1 Audited financial statements of Indaba, as of and for the years ended June 30, 2015 and June 30, 2014.

99.2 Unaudited financial statements of Indaba, as of and for the three months ended September 30, 2015 and September 30, 2014.

99.3 Unaudited pro forma condensed financial statement information of the Company, as of and for the year ended June 30, 2015, and as of and for the three months ended September 30, 2015.

SIGNATURES

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

Date: December 7, 2015

/s/ Andrew Van Noy
Andrew Van Noy, Chief Executive Officer
and President

EXHIBIT 99.1

Indaba Group, LLC

Financial Statements

For the years ended June 30, 2014 and June 30, 2015

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Members
Indaba Group, LLC

We have audited the accompanying balance sheets of Indaba Group, LLC as of June 30, 2015 and 2014, and the related statements of operations, members' equity (deficit), and cash flows for the years 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 audits.

We conducted our audits 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 control 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 audits provide 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 Indaba Group, LLC as of June 30, 2015 and 2014, and the results of its operations and its cash flows for the years then ended, in conformity with U.S. generally accepted accounting principles.

HJ & Associates, LLC
Salt Lake City, Utah
December 7, 2015

INDABA GROUP, LLC
BALANCE SHEETS

	June 30, 2015	June 30, 2014
ASSETS		
CURRENT ASSETS		
Cash	$ -	$ 72,736
Accounts Receivable, net	526,247	183,388
Prepaid and Other Current Assets	-	7,220
TOTAL CURRENT ASSETS	526,247	263,344
PROPERTY & EQUIPMENT, at cost		
Tenant Improvements	9,025	9,025
Furniture, Fixtures & Equipment	16,862	14,004
Computer Equipment	86,962	80,648
Computer Software	1,698	1,698
	114,547	105,375
Less accumulated depreciation	(42,700)	(35,273)
NET PROPERTY AND EQUIPMENT	71,847	70,102
OTHER ASSETS		
Lease Deposit	3,500	3,500
TOTAL OTHER ASSETS	3,500	3,500
TOTAL ASSETS	$ 601,594	$ 336,946
LIABILITIES AND MEMBERS' EQUITY		
CURRENT LIABILITIES		
Accounts Payable	$ 90,238	$ 20,119
Accrued Expenses	34,442	34,004
Deferred Income	7,023	-
Line of Credit	85,576	59,657
Notes Payable - Nate Iler	-	84,836
TOTAL CURRENT LIABILITIES	217,279	198,616
TOTAL LIABILITIES	217,279	198,616
MEMBERS' EQUITY		
Members' Equity	384,315	138,330
TOTAL MEMBERS' EQUITY	384,315	138,330
TOTAL LIABILITIES AND MEMBERS' EQUITY	$ 601,594	$ 336,946

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC
STATEMENTS OF OPERATIONS

	Years Ended	
	June 30, 2015	June 30, 2014

REVENUE	$ 2,419,932	$ 1,598,974
COST OF REVENUE	91,546	11,438
GROSS PROFIT	2,328,386	1,587,536
OPERATING EXPENSES		
Selling, general and administrative expenses	2,014,575	1,428,867
Depreciation and amortization	22,490	19,332
TOTAL OPERATING EXPENSES	2,037,065	1,448,199
INCOME FROM OPERATIONS BEFORE OTHER INCOME (EXPENSE)	291,321	139,337
OTHER INCOME (EXPENSE)		
Miscellaneous Expense	(7)	(968)
Gain on insurance settlement	19,194	-
Interest expense	(9,242)	(751)
TOTAL OTHER INCOME (EXPENSE)	9,945	(1,719)
NET INCOME	$ 301,266	$ 137,618

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC
STATEMENTS OF CASH FLOWS

	Years Ended	
	June 30, 2015	June 30, 2014
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income	$ 301,266	$ 137,618
Adjustment to reconcile net loss to net cash (used) by operating activities		
Depreciation and amortization	22,490	19,332
Bad debt expense	(27,484)	28,484
Change in assets and liabilities:		
(Increase) Decrease in:		
Accounts receivable	(315,375)	(32,592)
Prepaid and other assets	7,220	(64,031)
Increase (Decrease) in:		
Accounts payable	83,675	(55,371)
Accrued expenses	438	29,728
Deferred income	7,023	-
NET CASH PROVIDED IN OPERATING ACTIVITIES	79,253	63,168
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(38,898)	(24,789)
Disposal of property and equipment	14,663	-
NET CASH USED IN INVESTING ACTIVITIES	(24,235)	(24,789)
CASH FLOWS FROM FINANCING ACTIVITIES:		

Net proceeds from line of credit	25,919	59,657
Nate Iler buyout	(84,836)	(7,881)
Distributions to members	(68,837)	(172,763)
Proceeds from short term loans - related party	140,000	-
Payments on short term loans - related party	(140,000)	-
NET CASH USED IN FINANCING ACTIVITIES	(127,754)	(120,987)
NET DECREASE IN CASH	(72,736)	(82,608)
CASH, BEGINNING OF YEAR	72,736	155,344
CASH, END OF YEAR	$ -	$ 72,736
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Interest paid	$ 9,242	$ 751
Taxes paid	$ 859	$ 682

The accompanying notes are an integral part to these financial statements.

INDABA, LLC
STATEMENTS OF MEMBERS' EQUITY

	Members' Equity
Balance, June 30, 2013	$ 357,695
Transactions with members	(172,763)
Net non-cash contributions/distributions	(34,692)
Nate Iler buy-out	(149,528)
Net Income	137,618
Balance, June 30, 2014	138,330
Transactions with members	(68,837)
Net non-cash contributions/distributions	13,556
Net Income	301,266
Balance, June 30, 2015	$ 384,315

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2015 AND 2014

1. ORGANIZATION AND LINE OF BUSINESS

Organization
Indaba Group, LLC (the "Company") is a Colorado limited liability company. The Company, based in Denver, Colorado, began operations on January 1, 2011. The Company is a provider of fully hosted web based e-commerce software products.

Line of Business
Indaba Group is a provider of ecommerce development solutions for upper-midmarket and enterprise level online sellers in the business -to-consumer and business-to-business industries. Our approach is to acquire long term clients by offering expert services, including; strategic and tactical consulting, creative services, expertise in modern ecommerce platforms, custom integrations, marketing, optimization and analytics, and ongoing support and maintenance of our customers' entire ecommerce environment. By collaborating with our clients for long-term growth, and constantly leveraging and innovating relevant technology, we help a diverse industry mix of multi-channel retailers maximize their revenues across all devices and channels.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of Indaba Group, LLC is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Accounts receivable
The Company extends credit to its customers, who are located nationwide. Accounts receivable are customer obligations due under normal trade terms. The Company performs continuing credit evaluations of its customers' financial condition. Management reviews accounts receivable on a regular basis, based on contracted terms and how recently payments have been received to determine if any such amounts will potentially be uncollected. The Company includes any balances that are determined to be uncollectible in its allowance for doubtful accounts. After all attempts to collect a receivable have failed, the receivable is written off. The balance of the allowance account at June 30, 2015 and 2014 are $27,484 and $0 respectively.

Use of Estimates
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the accompanying financial statements. Significant estimates made in preparing these financial statements include the allowance for doubtful accounts, the estimate of useful lives of property and equipment, the deferred tax valuation allowance, and the fair value of stock options and warrants. Actual results could differ from those estimates.

Cash and Cash Equivalents
The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Revenue recognition
The Company recognizes income when the service is provided or when product is delivered. We present revenue, net of customer incentives. Most of the income is generated from professional services and site development fees.

We provide online marketing services that we purchase from third parties. The gross revenue presented in our statement of operations is in accordance with ASC 605-45.

We also offer professional services such as development services. The fees for development services with multiple deliverables constitute a separate unit of accounting in accordance with ASC 605-25, which are recognized as the work is performed.

Upfront fees for development services or other customer services are deferred until certain implementation or contractual milestones have been achieved. The deferred revenue as of June 30, 2015 and 2014 was $7,023 and $0, respectively.

Return policy
On all service offerings such as web based e-commerce products there are no returns.

Cost of Revenue
Cost of revenue includes the direct costs of operating the Company's cloud hosting architecture, contractors involved in the production process and certain third party internet marketing charges.

Research and Development
Research and development costs are expensed as incurred. Total research and development costs were $0 for the years ended June 30, 2015 and 2014.

Advertising Costs
The Company expenses the cost of advertising and promotional materials when incurred. Total advertising costs were $354 and $2,355 for the years ended June 30, 2015 and 2014, respectively.

Fair value of financial instruments
The Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities are carried at cost, which approximates their fair value, due to the relatively short maturity of these instruments. As of June 30, 2015 and 2014, the Company's notes payables have stated borrowing rates that are consistent with those currently available to the Company and, accordingly, the Company believes the carrying value of these debt instruments approximates their fair value.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC Topic 820 established a three-tier fair value hierarchy which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1measurements) and the lowest priority to unobservable inputs (level 3 measurements). These tiers include:

- Level 1, defined as observable inputs such as quoted prices for identical instruments in active markets;
- Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and
- Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

We measure certain financial instruments at fair value on a recurring basis. Assets and liabilities measured at fair value on a recurring basis are as follows at June 30, 2015:

Property and Equipment
Property and equipment are stated at cost, and are depreciated or amortized using the straight-line method over the following estimated useful lives:

Furniture, fixtures & equipment	7 years
Computer equipment	5 years
Computer software	3 years
Leasehold improvements	Length of the lease

Depreciation expenses were $22,490 and $19,332 for the years ended June 30, 2015 and 2014, respectively.

Concentrations of Business and Credit Risk
The Company operates in a single industry segment. The Company markets its services to companies and individuals in many industries and geographic locations. The Company's operations are subject to rapid technological advancement and intense competition in the SAAS industry. Accounts receivable represent financial instruments with potential credit risk. The Company typically offers its customers credit terms. The Company makes periodic evaluations of the credit worthiness of its enterprise customers and other than obtaining deposits pursuant to its policies, it generally does not require collateral. In the event of nonpayment, the Company has the ability to terminate services.

Income Taxes
The Company is organized in the state of Colorado as a limited liability company, but files taxes with the federal government of the United States of America as an S-corp. Therefore, all earnings pass through to the members of the Company, and are included on the individual tax returns of the members.

Recently Issued Accounting Pronouncements
Management reviewed accounting pronouncements issued during the twelve months ended June 30, 2015, and no pronouncements were adopted during the period.

3. LINE OF CREDIT

The Company has established a line of credit ("LOC") with JPMorgan Chase bank ("Chase"). Under the terms of the LOC, the Company is free to draw upon the available funds, at its discretion and without advance notice to Chase. The Company uses the funds to cover gaps in operating cash flow. The LOC allows a total maximum balance of $90,000, carries an interest rate of prime plus 3.050%, is secured by the assets of the business and is personally guaranteed by the members. The outstanding balance is not required to be paid off monthly, nor is the Company required to make a minimum monthly payment. As of June 30, 2015 and June 30, 2014, the balances were $85,576 and $59,657, respectively.

4. RELATED PARTIES

The Company has no related parties.

5. INCOME TAXES

The Company files income tax returns in the U.S. Federal jurisdiction, and the state of Colorado. With few exceptions, the Company is no longer subject to U.S. federal, state and local, or non-U.S. income tax examinations by tax authorities for years before 2009.

7. MEMBER EQUITY

The Company was established with the following members, including their respective equity positions:

Ryan Shields	31%
Blake Gindi	27%
Nate Iler	27%
Jack Gindi	15%

On June 13, 2014, the Nate Iler signed a redemption agreement and was removed as a member of the Company. Under the terms of the redemption agreement, the Company would pay Nate Iler a total of $92,881, paid over a period of thirteen months. As of June 30, 2015, the liability to Nate Iler under the redemption agreement had a balance of $0.

Following Nate's departure, the members were comprised of the following:

Ryan Shields	44%
Blake Gindi	40%
Jack Gindi	16%

9. CONCENTRATIONS

For the year ended June 30, 2015, the Company had three major customers who represented approximately 46% of total revenue. For the year ended June 30, 2014, the Company had one major customers who represented 48% of total revenue. At June 30, 2015 and 2014, accounts receivable from two customers represented approximately 29% and 35% of total accounts receivable, respectively.

10. COMMITMENTS AND CONTINGENCIES

Operating Leases

On December 10th, 2012, the Company signed a lease commencing on January 16, 2013 and terminating February 28, 2016, for approximately 3,300 square feet of office space at 2854 Larimer Street, Denver, CO 80205, for approximately $3,500 per month. The following is a schedule, by years, of future minimum rental payments required under the operating lease.

Years Ended June 30,	Rent Payment
2016	$28,000
2017	-

Total lease expense for the years ended June 30, 2015 and 2014 was $42,240 and $48,566, respectively. The Company is also required to pay its pro rata share of taxes, building maintenance costs, and insurance in according to the lease agreement.

Legal Matters

The Company may be involved in legal actions and claims arising in the ordinary course of business, from time to time, none of which at the time are considered to be material to the Company's business or financial condition.

11. SUBSEQUENT EVENTS

Management has evaluated subsequent events according to ASC TOPIC 855 as of the date of the financial statements and has determined that the following subsequent event is reportable.

On October 1, 2015, the Company completed a merger with CloudCommerce, Inc. ("CloudCommerce"). As of that date, CloudCommerce's operating subsidiary, Warp 9, Inc., merged with Indaba Group, LLC and changed the name of the combined subsidiary to Indaba Group, Inc. The total purchase price of two million dollars ($2,000,000.00), was paid in the form of the issuance of ten thousand (10,000) shares of CloudCommerce's Series A Convertible Preferred Stock, at a liquidation preference of two hundred dollars ($200.00) per share. As of the date of closing, Ryan Shields and Blake Gindi, two of the owners of Indaba Group, LLC, were appointed to the CloudCommerce board of directors.

EXHIBIT 99.2

Indaba Group, LLC

Financial Statements

For the quarter ended September 30, 2015

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INDABA GROUP, LLC
BALANCE SHEETS

	September 30, 2015 (unaudited)	June 30, 2015
ASSETS		
CURRENT ASSETS		
Cash	$ 22,772	$ -
Accounts receivable, net	318,360	526,247
Prepaid and other current assets	3,000	-
TOTAL CURRENT ASSETS	344,132	526,247
PROPERTY & EQUIPMENT, at cost		
Tenant improvements	9,025	9,025
Furniture, fixtures & equipment	18,216	16,862
Computer equipment	88,968	86,962
Computer software	1,698	1,698
	117,907	114,547
Less accumulated depreciation	(47,839)	(42,700)
NET PROPERTY AND EQUIPMENT	70,068	71,847
OTHER ASSETS		
Lease deposit	3,500	3,500
TOTAL OTHER ASSETS	3,500	3,500

TOTAL ASSETS	$ 417,700	$ 601,594
LIABILITIES AND MEMBERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable	$ 111,019	$ 90,238
Accrued expenses	8,445	34,442
Deferred income	-	7,023
Line of credit	-	85,576
TOTAL CURRENT LIABILITIES	119,464	217,279
TOTAL LIABILITIES	119,464	217,279
MEMBERS' EQUITY		
Members' equity	298,236	384,315
TOTAL MEMBERS' EQUITY	298,236	384,315
TOTAL LIABILITIES AND MEMBERS' EQUITY	$ 417,700	$ 601,594

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC
STATEMENTS OF OPERATIONS
(Unaudited)

	Quarters Ended	
	September 30, 2015	September 30, 2014
REVENUE	$ 661,342	$ 456,248
COST OF REVENUE	28,480	12,056
GROSS PROFIT	632,862	444,192
OPERATING EXPENSES		
Selling, general and administrative expenses	681,494	370,555
Depreciation and amortization	6,343	5,038
TOTAL OPERATING EXPENSES	687,837	375,593
INCOME (LOSS) FROM OPERATIONS BEFORE OTHER INCOME (EXPENSE)	(54,975)	68,599
OTHER INCOME (EXPENSE)		
Other expense	(982)	(111)
Other income	868	-
Gain on insurance settlement	-	19,194
Loss on disposal of fixed assets	(1,004)	-
Interest expense	(2,737)	(1,344)
TOTAL OTHER INCOME (EXPENSE)	(3,855)	17,739
NET INCOME (LOSS)	$ (58,830)	$ 86,338

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC

STATEMENTS OF CASH FLOWS
(audited)

	Quarters Ended September 30, 2015	Quarters Ended September 30, 2014
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income (Loss)	$ (58,830)	$ 86,338
Adjustment to reconcile net income (loss) to net cash provided (used) by operating activities		
Depreciation and amortization	6,343	5,038
Bad debt expense	9,582	-
Change in assets and liabilities:		
(Increase) Decrease in:		
Accounts receivable	198,305	(100,391)
Prepaid and other assets	(3,000)	(11,055)
Increase (Decrease) in:		
Accounts payable	20,781	(3,356)
Accrued expenses	(25,997)	(6,586)
Deferred income	(7,023)	-
NET CASH PROVIDED (USED) IN OPERATING ACTIVITIES	140,161	(30,012)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(5,769)	(22,962)
Disposal of property and equipment	1,205	14,662
NET CASH USED IN INVESTING ACTIVITIES	(4,564)	(8,300)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payment on Line of Credit	(85,576)	-
Proceeds from Line of Credit	-	3,500
Member distributions	(27,249)	(18,112)
NET CASH USED IN FINANCING ACTIVITIES	(112,825)	(14,612)
NET INCREASE (DECREASE) IN CASH	22,772	(52,924)
CASH, BEGINNING OF PERIOD	-	72,736
CASH, END OF PERIOD	$ 22,772	$ 19,812
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Interest paid	$ 2,737	$ 1,344
Taxes paid	$ -	$ -

The accompanying notes are an integral part to these financial statements.

INDABA GROUP, LLC
NOTES TO THE UNAUDITED FINANCIAL STATEMENTS
FOR THE QUARTER ENDED SEPTEMBER 30, 2015

1. ORGANIZATION AND LINE OF BUSINESS

Organization

Indaba Group, LLC (the "Company") is a Colorado limited liability company. The Company, based in Denver, Colorado, began operations on January 1, 2011. The Company is a provider of fully hosted web based e-commerce software products.

Line of Business

Indaba Group is a provider of ecommerce development solutions for upper-midmarket and enterprise level online sellers in the business -to-consumer and business-to-business industries. Our approach is to acquire long term clients by offering expert services, including; strategic and tactical consulting, creative services, expertise in modern ecommerce platforms, custom integrations, marketing, optimization and analytics, and ongoing support and maintenance of our customers' entire ecommerce environment. By collaborating with our clients for long-term growth, and constantly leveraging and innovating relevant technology, we help a diverse industry mix of multi-channel retailers maximize their revenues across all devices and channels.

The accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all normal recurring adjustments considered necessary for a fair presentation have been included. Operating results for the three months ended September 30, 2015 are not necessarily indicative of the results that may be expected for the year ending June 30, 2016. For further information, refer to the financial statements and footnotes thereto included in the Company's financial statements for the year ended June 30, 2015.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of Indaba Group, LLC is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Accounts receivable
The Company extends credit to its customers, who are located nationwide. Accounts receivable are customer obligations due under normal trade terms. The Company performs continuing credit evaluations of its customers' financial condition. Management reviews accounts receivable on a regular basis, based on contracted terms and how recently payments have been received to determine if any such amounts will potentially be uncollected. The Company includes any balances that are determined to be uncollectible in its allowance for doubtful accounts. After all attempts to collect a receivable have failed, the receivable is written off. The balance of the allowance account at September 30, 2015 and June 30, 2015 are $9,582 and $27,484 respectively.

Use of Estimates
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the accompanying financial statements. Significant estimates made in preparing these financial statements include the allowance for doubtful accounts, the estimate of useful lives of property and equipment, the deferred tax valuation allowance, and the fair value of stock options and warrants. Actual results could differ from those estimates.

Cash and Cash Equivalents
The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Revenue recognition
The Company recognizes income when the service is provided or when product is delivered. We present revenue, net of customer incentives. Most of the income is generated from professional services and site development fees.

We provide online marketing services that we purchase from third parties. The gross revenue presented in our statement of operations is in accordance with ASC 605-45.

We also offer professional services such as development services. The fees for development services with multiple deliverables constitute a separate unit of accounting in accordance with ASC 605-25, which are recognized as the work is performed.

Upfront fees for development services or other customer services are deferred until certain implementation or contractual milestones have been achieved. The deferred revenue as of September 30, 2015 and June 30, 2015 was $0 and $7,023, respectively.

Return policy
On all service offerings such as web based e-commerce products there are no returns.

Cost of Revenue
Cost of revenue includes the direct costs of operating the Company's cloud hosting architecture, contractors involved in the production process and certain third party internet marketing charges.

Research and Development
Research and development costs are expensed as incurred. Total research and development costs were $0 for the quarters ended September

30, 2015 and 2014.

Advertising Costs
The Company expenses the cost of advertising and promotional materials when incurred. Total advertising costs were $0 and $12 for the quarters ended September 30, 2015 and 2014, respectively.

Fair value of financial instruments
The Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities are carried at cost, which approximates their fair value, due to the relatively short maturity of these instruments. As of September 30, 2015 and 2014, the Company's notes payables have stated borrowing rates that are consistent with those currently available to the Company and, accordingly, the Company believes the carrying value of these debt instruments approximates their fair value.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC Topic 820 established a three-tier fair value hierarchy which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1measurements) and the lowest priority to unobservable inputs (level 3 measurements). These tiers include:

- Level 1, defined as observable inputs such as quoted prices for identical instruments in active markets;
- Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and
- Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

We measure certain financial instruments at fair value on a recurring basis. Assets and liabilities measured at fair value on a recurring basis are as follows at September 30, 2015:

Property and Equipment
Property and equipment are stated at cost, and are depreciated or amortized using the straight-line method over the following estimated useful lives:

Furniture, fixtures & equipment	7 years
Computer equipment	5 years
Computer software	3 years
Leasehold improvements	Length of the lease

Depreciation expenses were $6,343 and $5,038 for the quarters ended September 30, 2015 and 2014, respectively.

Concentrations of Business and Credit Risk
The Company operates in a single industry segment. The Company markets its services to companies and individuals in many industries and geographic locations. The Company's operations are subject to rapid technological advancement and intense competition in the SAAS industry. Accounts receivable represent financial instruments with potential credit risk. The Company typically offers its customers credit terms. The Company makes periodic evaluations of the credit worthiness of its enterprise customers and other than obtaining deposits pursuant to its policies, it generally does not require collateral. In the event of nonpayment, the Company has the ability to terminate services.

Income Taxes
The Company is organized in the state of Colorado as a limited liability company, but files taxes with the federal government of the United States of America as an S-corp. Therefore, all earnings pass through to the members of the Company, and are included on the individual tax returns of the members.

Recently Issued Accounting Pronouncements
Management reviewed accounting pronouncements issued during the three months ended September 30, 2015, and no pronouncements were adopted during the period.

3. LINE OF CREDIT

The Company has established a line of credit ("LOC") with JPMorgan Chase bank ("Chase"). Under the terms of the LOC, the Company is free to draw upon the available funds, at its discretion and without advance notice to Chase. The Company uses the funds to cover gaps in operating cash flow. The LOC allows a total maximum balance of $90,000, carries an interest rate of prime plus 3.050%, is secured by the assets of the business and is personally guaranteed by the members. The outstanding balance is not required to be paid off monthly, nor is the Company required to make a minimum monthly payment. As of September 30, 2015 and June 30, 2015, the balances were $0 and $85,576, respectively.

4. CONCENTRATIONS

For the quarter ended September 30, 2015, the Company had two major customers who represented approximately 47% of total revenue. For the quarter ended September 30, 2014, the Company had three major customers who represented 49% of total revenue. At September 30, 2015 and 2014, accounts receivable from three customers represented approximately 38% and 28% of total accounts receivable, respectively.

5. COMMITMENTS AND CONTINGENCIES

Operating Leases

On December 10th, 2012, the Company signed a lease commencing on January 16, 2013 and terminating February 28, 2016, for approximately 3,300 square feet of office space at 2854 Larimer Street, Denver, CO 80205, for approximately $3,500 per month. The following is a schedule, by years, of future minimum rental payments required under the operating lease.

Years Ended June 30,	Rent Payment
2016	$28,000
2017	-

Total lease expense for the quarters ended September 30, 2015 and 2014 was $10,560 and $10,560, respectively. The Company is also required to pay its pro rata share of taxes, building maintenance costs, and insurance in according to the lease agreement.

Legal Matters

The Company may be involved in legal actions and claims arising in the ordinary course of business, from time to time, none of which at the time are considered to be material to the Company's business or financial condition.

6. SUBSEQUENT EVENTS

Management has evaluated subsequent events according to ASC TOPIC 855 as of the date of the financial statements and has determined that the following subsequent event is reportable.

On October 1, 2015, the Company completed a merger with CloudCommerce, Inc. ("CloudCommerce"). As of that date, CloudCommerce's operating subsidiary, Warp 9, Inc., merged with Indaba Group, LLC and changed the name of the combined subsidiary to Indaba Group, Inc. The total purchase price of two million dollars ($2,000,000.00), was paid in the form of the issuance of ten thousand (10,000) shares of CloudCommerce's Series A Convertible Preferred Stock, at a liquidation preference of two hundred dollars ($200.00) per share. As of the date of closing, Ryan Shields and Blake Gindi, two of the owners of Indaba Group, LLC, were appointed to the CloudCommerce board of directors.

EXHIBIT 99.3

CLOUDCOMMERCE, INC.
UNAUDITED PRO FORMA CONDENSED COMBINED FINANCIAL INFORMATION

The following unaudited pro forma condensed combined financial information is based on the historical financial statements of CloudCommerce, Inc. (the "Company") and Indaba Group, LLC ("Indaba") after entering into an agreement on June 26, 2015, giving effect to the Company's acquisition of Indaba which was consummated on October 1, 2015. The notes to the unaudited pro forma condensed financial information describes the reclassifications and adjustments to the financial information presented.

The unaudited pro forma condensed combined balance sheet and the statement of operations as of and for the year ended June 30, 2015, and as of and for the three months ended September 30, 2015 are presented as if the acquisition of Indaba had occurred on July 1, 2014 and were carried forward through the periods presented.

The allocation of the purchase price used in the unaudited pro forma condensed combined financial information is based upon the respective fair values of the assets and liabilities of Indaba as of the date of acquisition.

The unaudited pro forma condensed combined financial information is not intended to represent or be indicative of the Company's consolidated results of operations or financial position that the Company would have reported had the Indaba acquisition been completed as of the dates presented, and should not be taken as a representation of the Company's future consolidated results of operation or financial position.

The unaudited pro forma condensed consolidated financial statements do not give effect to the potential impact of current financial conditions, regulatory matters or any anticipated synergies, operating efficiencies or cost savings that may be associated with the acquisition. The unaudited pro forma condensed consolidated financial data also do not include any integration costs, cost overlap or estimated future transaction costs.

The historical financial information has been adjusted to give effect to events that are directly attributable to the Acquisition, factually supportable and, with respect to the statements of operations, expected to have a continuing impact on the results of the combined company. These unaudited pro forma consolidated financial statements should be read in conjunction with the historical financial statements and;

The unaudited pro forma condensed combined financial information should be read in conjunction with the historical consolidated financial statements and accompanying notes of the Company and Indaba included in the annual report on form 10-K for the year ended June 30, 2015 and contained elsewhere in this Form 8-K/A.

CLOUDCOMMERCE, INC. (FORMERLY WARP 9, INC.)
UNAUDITED PRO FORMA CONDENSED COMBINED BALANCE SHEET
AS OF SEPTEMBER 30, 2015

	CloudCommerce, Inc. (Unaudited)	Indaba Group, LLC (Unaudited)	Pro Forma Adjustments (Unaudited)	Pro Forma (Unaudited)
ASSETS				
CURRENT ASSETS				
Cash	$ 28,075	$ 22,772	$ -	$ 50,847
Accounts receivable, net	111,726	318,360	-	430,086
Prepaid and other current assets	3,334	3,000	-	6,334
TOTAL CURRENT ASSETS	143,135	344,132	-	487,267
PROPERTY & EQUIPMENT, at cost				
Furniture, fixtures & equipment	10,533	18,216	-	28,749
Computer equipment	16,941	88,968	-	105,909
Computer software	1,904	1,698	-	3,602
Leasehold improvements	-	9,025	-	9,025
	29,378	117,907	-	147,285
Less accumulated depreciation	(21,447)	(47,839)	-	(69,286)
NET PROPERTY AND EQUIPMENT	7,931	70,068	-	77,999
OTHER ASSETS				
Lease deposit	5,955	3,500	-	9,455
Internet domain	20,202	-		20,202
Intangible assets	10,000	-	-	10,000
Goodwill	-	-	1,701,764 A	1,701,764
TOTAL OTHER ASSETS	36,157	3,500	1,701,764	1,741,421

TOTAL ASSETS	$ 187,223	$ 417,700	$ 1,701,764	$ 2,306,687
LIABILITIES AND SHAREHOLDERS' EQUITY/(DEFICIT)				
CURRENT LIABILITIES				
Accounts payable	$ 147,746	$ 111,019	$ -	$ 258,765
Accrued expenses	72,987	8,445	-	81,432
Convertible notes and interest payable, current, net	654,960	-	-	654,960
Derivative liability	6,311,091	-	-	6,311,091
Customer deposit	3,998	-	-	3,998
TOTAL CURRENT LIABILITIES	7,190,782	119,464	-	7,310,246
LONG TERM LIABILITIES				
Convertible notes and interest payable, net	246,305	-	-	246,305
Accrued expenses, long term	216,903	-	-	216,903
TOTAL LONG TERM LIABILITIES	463,208	-	-	463,208
TOTAL LIABILITIES	7,653,990	119,464	-	7,773,454
SHAREHOLDERS' EQUITY/(DEFICIT)				
Preferred stock, $0.001 par value;				
5,000,000 authorized shares; no shares issued and outstanding	-	-	-	-
Series A preferred stock, $0.001 par value;				
10,000 shares authorized, issued and outstanding	-	-	2,000,000 B	2,000,000
Common stock, $0.001 par value;				
2,000,000,000 authorized shares;				
105,790,195 and 100,878,825 shares issued and outstanding, respectively	105,790	-	-	105,790
Additional paid in capital	7,784,326	-	-	7,784,326
Members' equity	-	298,236	(298,236) C	-
Accumulated deficit	(15,356,883)	-	-	(15,356,883)
TOTAL SHAREHOLDERS' EQUITY/(DEFICIT)	(7,466,767)	298,236	1,701,764	(5,466,767)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY/(DEFICIT)	$ 187,223	$ 417,700	$ 1,701,764	$ 2,306,687

See notes to unaudited pro forma condensed combined financial information.

CLOUDCOMMERCE, INC.(FORMERLY WARP 9, INC.)
UNAUDITED PRO FORMA CONDENSED COMBINED STATEMENT OF OPERATIONS
FOR THE YEAR ENDED JUNE 30, 2015

	CloudCommerce, Inc.	Indaba Group, LLC	Pro Forma Adjustments (Unaudited)	Pro Forma (Unaudited)
REVENUE	$ 598,345	$ 2,419,932	$ -	$ 3,018,277
OPERATING EXPENSES				
Selling, general and administrative expenses	1,284,165	2,106,121	-	3,390,286
Stock option expense	150,610	-	-	150,610
Depreciation and amortization	6,073	22,490	-	28,563
TOTAL OPERATING EXPENSES	1,440,848	2,128,611	-	3,569,459
INCOME (LOSS) FROM OPERATIONS BEFORE OTHER INCOME AND TAXES	(842,503)	291,321	-	(551,182)
OTHER INCOME/(EXPENSE)				
Other income (expense)	300	(7)	-	293
Gain on insurance settlement	-	19,194	-	19,194
Gain/(Loss) on extinguishment of debt	118,492	-	-	118,492
Gain/(Loss) on changes in derivative liability	892,614	-	-	892,614
Interest expense	(570,037)	(9,242)	-	(579,279)
TOTAL OTHER INCOME (EXPENSE)	441,369	9,945	-	451,314

INCOME (LOSS) FROM OPERATIONS BEFORE PROVISION FOR TAXES	(401,134)	301,266	-	(99,868)
PROVISION FOR INCOME (TAXES)/BENEFIT				
Income taxes paid	(3,076)	-	-	(3,076)
PROVISION FOR INCOME (TAXES)/BENEFIT	(3,076)	-	-	(3,076)
NET INCOME (LOSS)	$ (404,210)	$ 301,266	$ -	$ (102,944)
LOSS PER SHARE				
BASIC AND DILUTED	$ (0.00)	$ -	$ -	$ (0.00)
WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING				
BASIC AND DILUTED	104,363,874	-	-	104,363,874

See notes to unaudited pro forma condensed combined financial information.

CLOUDCOMMERCE, INC. (FORMERLY WARP 9, INC.)
UNAUDITED PRO FORMA CONDENSED COMBINED STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2015

	CloudCommerce, Inc.	Indaba Group, LLC	Pro Forma Adjustments (Unaudited)	Pro Forma (Unaudited)
REVENUE	$ 113,559	$ 661,342	$ -	$ 774,901
OPERATING EXPENSES				
Selling, general and administrative expenses	394,934	709,974	-	1,104,908
Stock option expense	105,293	-	-	105,293
Depreciation and amortization	737	6,343	-	7,080
TOTAL OPERATING EXPENSES	500,964	716,317	-	1,217,281
LOSS FROM OPERATIONS BEFORE OTHER INCOME AND TAXES	(387,405)	(54,975)	-	(442,380)
OTHER INCOME/(EXPENSE)				
Other income	-	868	-	868
Other expense	-	(982)	-	(982)
Loss on changes in derivative liability	(4,166,890)	-	-	(4,166,890)
Loss on disposal of fixed assets	-	(1,004)	-	(1,004)
Interest expense	(200,382)	(2,737)	-	(203,119)
TOTAL OTHER INCOME (EXPENSE)	(4,367,272)	(3,855)	-	(4,371,127)
LOSS FROM OPERATIONS BEFORE PROVISION FOR TAXES	(4,754,677)	(58,830)	-	(4,813,507)
PROVISION FOR INCOME (TAXES)/BENEFIT				
Income taxes paid	-	-	-	-
Income tax (provision)/benefit	-	-	-	-
PROVISION FOR INCOME (TAXES)/BENEFIT	-	-	-	-
NET LOSS	$ (4,754,677)	$ (58,830)	$ -	$ (4,813,507)
LOSS PER SHARE				
BASIC AND DILUTED	$ (0.04)	$ -	$ -	$ (0.04)
WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING				
BASIC AND DILUTED	105,790,195	-	-	105,790,195

See notes to unaudited pro forma condensed combined financial information.

1. BASIS OF PRO FORMA PRESENTATION

The unaudited pro forma condensed combined balance sheet and the unaudited pro forma condensed statements of operations as of and for the year ended June 30, 2015, and as of and for the three months ended September 30, 2015, are based on the historical financial statements of the Company and Indaba after giving effect to the Company's acquisition that was consummated on October 1, 2015 and adjustments described in the accompanying notes to the unaudited pro forma condensed combined financial information.

The Company accounts for business combinations pursuant to Accounting Standards Codification ASC 805, *Business Combinations.* In accordance with ASC 805, the Company uses it best estimates and assumptions to accurately assign fair value to the assets acquired and the liabilities assumed at the acquisition date. Goodwill as of the acquisition date is measured as the excess of the purchase consideration over the fair value of the assets acquired and the liabilities assumed.

The fair values assigned to Indaba's assets acquired and liabilities assumed are based on management's estimates and assumptions. The estimated fair values of these assets acquired and liabilities assumed are considered preliminary and are based on the information that was available as of the date of acquisition. The Company believes that the information provides a reasonable basis for estimating the fair values of assets acquired and liabilities assumed.

The unaudited pro forma condensed combined financial information is not intended to represent or be indicative of the Company's consolidated results of operations or financial position that the Company would have reported had the Indaba acquisition been completed as of the dates presented, and should not be taken as a representation of the Company's future consolidated results of operation or financial position.

The unaudited pro forma condensed combined financial information should be read in conjunction with the historical consolidated financial statements and accompanying notes of the Company and Indaba included in the annual report on form 10-K for the year ended June 30, 2015 and contained elsewhere in this Form 8-K/A.

Accounting Periods Presented

For purposes of these unaudited pro forma condensed combined financial information, Indaba's historical financial statements for the year ended June 30, 2015, have been aligned to more closely conform to the Company's financial information, as explained below. Certain pro forma adjustments were made to conform Indaba's accounting policies to the Company's accounting policies as noted below.

The unaudited pro forma condensed combined balance sheet and statement of operations as of and for year ended June 30, 2015, and as of and for the three months ended September 30, 0215 are presented as if the acquisition of Indaba had occurred on July 1, 2014 and were carried forward through each of the period presented.

Reclassifications

The Company reclassified certain accounts in the presentation of Indaba's historical financial statements in order to conform to the Company's presentation.

2. ACQUISITION OF INDABA GROUP, LLC

On October 1, 2015, the Company acquired 100% of the tangible and intangible assets of Indaba in a transaction accounted for under ASC 805, for the total purchase price of two million dollars ($2,000,000.00), paid in the form of the issuance of ten thousand (10,000) shares of the Company's Series A Convertible Preferred Stock, at a liquidation preference of two hundred dollars ($200.00) per share. Indaba is engaged in the business of providing technology services and solutions specializing in enterprise software development, ecommerce, creative services, and customer

2. ACQUISITION OF INDABA GROUP, LLC (continued)

experience management. The acquisition is designed to enhance our services for ecommerce solutions. Indaba is now a wholly-owned subsidiary of the Company.

Under the purchase method of accounting, the transactions will be valued for accounting purposes at $2,000,000, which will be the estimated fair value of the Company at date of acquisition. The assets and liabilities of Indaba will be recorded at their respective fair values as of the date of acquisition, and the following table summarizes these values.

	Purchase Price Allocation September 30, 2015
Assets acquired	
Current assets	
Cash	$ 22,772

Accounts receivable, net		318,360
Prepaid and other current assets		3,000
Total current assets		344,132
Tangible assets subject to depreciation		
Property and equipment, net of depreciation		70,068
Other assets		
Lease deposits		3,500
Goodwill		1,701,764
Total Other assets		1,705,264
Total Assets acquired	**$**	**2,119,464**
Liabilities assumed		
Accounts payable	$	111,019
Accrued expenses		8,445
Total Liabilities assumed	**$**	**119,464**
Net assets acquired	**$**	**2,000,000**

3. PRO FORMA ADJUSTMENTS

The following pro forma adjustments are included in the Company's unaudited pro forma condensed combined financial information:

(A) To record the preliminary estimate of goodwill for the Company's acquisition of Indaba. The preliminary estimate of goodwill represents the excess of the purchase consideration over the estimated fair value of the assets acquired and the liabilities assumed.

(B) Record the purchase of 100% of Indaba's members' interest through the issuance of the Series A Preferred stock, valued at $2,000,000

(C) To eliminate Indaba's historical members' interest.