

FORM 8-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

CURRENT REPORT

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

Date of Report (Date of earliest event reported) August 13, 2002

YP.NET, INC.

(Exact name or registrant as specified in its charter)

Nevada

000-24217

85-0206668

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

4840 East Jasmine Street, Suite 105, Mesa, Arizona 85205

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code (480) 654-9646

Not Applicable

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

Item 1. Changes in Control of Registrant.

Not applicable.

Item 2. Acquisition or Disposition of Assets.

Not applicable.

Item 3. Bankruptcy or Receivership.

Not applicable.

Item 4. Change in Registrant's Certifying Accountant.

Not applicable.

Item 5. Other Events.

Concurrently with the filing of the YP.Net, Inc., a Nevada corporation (the "Company"), Form 10-QSB for the period ended June 30, 2002, Angelo Tullo, the Company's Chief Executive Officer, provided to the SEC the certifications required pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, and 18 U.S.C. Section 1350. Please see the Company's Form 10-QSB filed with the Securities and Exchange Commission for the period ended June 30, 2002, for more information.

Item 6. Resignation of Registrant's Directors.

Not applicable.

Item 7. Financial Statements, Proforma Financial Information and Exhibits.

Not applicable.

Item 8. Change in Fiscal Year.

Not applicable.

Item 9. Regulation FD Disclosure.

See Item 5, above.

SIGNATURES

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

YP.NET, INC.

Dated: August 13, 2002

/s/ Angelo Tullo

Angelo Tullo
Chief Executive Officer

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 YP.Net, Inc., a Nevada corporation (the "Company"), Quarterly Report on Form 10-Q for the three month period ended June 30, 2002, as filed with the Securities and Exchange Commission on the date hereof, I, Angelo Tullo, Chief Executive Officer and Acting 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:

To the best of the undersigned's knowledge, based upon a review of the Company's Form 10-Q for the three month period ended June 30, 2002:

1. The Company's Quarterly Report on Form 10-Q for the three month period ended June 30, 2002, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934;
2. The information contained in the Company's Form 10-Q for the three month period ended June 30, 2002, fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Angelo Tullo, CEO

Angelo Tullo, Chief Executive Officer
Acting Chief Financial Officer

STATE OF ARIZONA)
)
County of Maricopa)

The foregoing was acknowledged before me this 13th day of August, 2002, by Angelo Tullo, Chief Executive Officer and Acting Chief Financial Officer of YP.Net, Inc., a Nevada corporation, on behalf of such corporation.

/s/ Margaret Molter

Notary Public
My Commission Expires: 09/22/2003