

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest reported event): March 15, 2004

YP.NET, INC.

(Exact name of registrant as specified in charter)

Nevada
(State or other jurisdiction
of Incorporation)

000-24217
(Commission
File Number)

85-0206668
(IRS Employer
Identification No.)

**4840 East Jasmine Street, Suite 105, Mesa,
Arizona**
(Address of principal executive offices)

85205
(Zip Code)

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

Item 7. Exhibits.

<u>Exhibit No.</u>	<u>Item</u>
99.1	Investor Presentation

Item 9. Regulation FD Disclosure

YP.Net, Inc. (the "Company") intends to use the attached document from time to time for various investor presentations. This document is being disclosed pursuant to Regulation FD. Accordingly, the information in this Form 8-K and the Exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1934, except as shall be expressly set forth by specific reference in such filing.

SIGNATURES

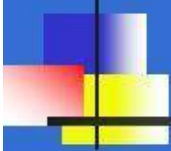
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

YP.NET, INC.

Date: March 15, 2004

By: /s/ ANGELO TULLO

Angelo Tullo,
Chief Executive Officer



YP.Net, Inc.

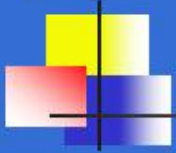
Investor Presentation

2004

Angelo Tullo- CEO

David Iannini- CFO

March 2004



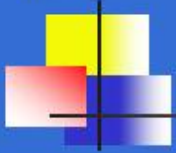
Disclaimer:

During the course of this presentation we may discuss YP.Net's business outlook, which contains forward-looking statements. These particular forward-looking statements AND all other statements that may be made during this presentation that are not historical facts, are subject to a number of risks and uncertainties, and actual results may differ materially. Please refer to our periodic filings on Forms 10-KSB and 10-QSB made with the SEC for more information on the risk factors that could cause actual results to differ.



YP.Net, Inc.

- Consistent Profit
- Consistent Growth
- Cash Rich
- Undervalued in the Marketplace



YP.com[®]

*America's Online
Yellow Pages[™]*



America's Online Yellow Pages

Yellow Pages White Pages International Maps

Search by: Category or Business Name [Reverse Lookup](#) [800 Numbers](#)

Find:

Search by: Category Business Name

City:

State:

Yellow Page Options

- [Save City and State](#)
- [Create Bookmark](#)
- [Set as homepage](#)

YP Business Svcs

- [Build a Web Site](#)
- [Internet Access](#)

Mobile Services

Access YP.Com mobile yellow pages from your PDA or cellular phone at <http://m.yp.com>



Other Yellow Pages

Search specially yellow page directory web sites.

- [Environmental Yellow Pages](#)
- [Librarian Yellow Pages](#)
- [Music Yellow Pages](#)
- [Travel Yellow Pages](#)

YPNT Investor Snapshot

YP Net Inc OTC BB US:YPNT



YP.Com in the News

[YP Net Reports Approximately 152% Increase in Revenue, 166% Increase in Operating Income and 200% Increase in Net Income](#)

[YP Net Announces Date of First Quarter Fiscal 2004 Earnings Conference Call](#)

[YP Net Sets the Record Straight: Customer Satisfaction and Good Marketing Practices Go Hand in Hand](#)

[YP Net Strengthens Mobile Presence with the Launch of Mobile Yellow Page Site- m.YP.Com is palmOne™ and Other Handheld Device Enabled](#)

[YP Net Announces 68% Increase in Activated Customers and 84% Increase in Paying Customers](#)



America's Online
Yellow Pages

Return on your investment.

preferred listing YP.com Internet Advertising Package.



Related Topics

[List Your Business](#)

Yellow Page Search Results

[New Search](#)

[Help](#)

Results for "dining" in "new york, NY"

Results Categories

- [ARCHITECTS RESTAURANT \(4\)](#)
- [BAKERY & DESSERT RESTAURANTS \(2\)](#)
- [BAKERY STORES & RESTAURANTS DUNKIN DONUTS \(11\)](#)
- [CAFE & RESTAURANT \(180\)](#)
- [COUNTRY KITCHEN RESTAURANT, BY FRANCHISE \(1\)](#)
- [DINING CLUB PLANS \(2\)](#)
- [EMPLOYMENT AGENCIES RESTAURANT \(1\)](#)
- [FAST FOOD RESTAURANTS, STANDS, CARRY-OUT & DELIVERY \(1\)](#)
- [PIZZA RESTAURANTS DOMINO'S \(19\)](#)
- [PIZZA RESTAURANTS MR GATTI'S \(1\)](#)
- [PIZZA RESTAURANTS PIZZA HUT \(15\)](#)
- [PIZZA RESTAURANTS PIZZERIA UNO \(5\)](#)
- [PIZZA RESTAURANTS, BY FRANCHISE \(1\)](#)
- [RESTAURANT AFGHANISTAN \(3\)](#)
- [RESTAURANT AFRICAN \(5\)](#)
- [RESTAURANT AMERICAN \(89\)](#)
- [RESTAURANT ARABIC \(3\)](#)
- [RESTAURANT ARGENTINIAN \(1\)](#)
- [RESTAURANT ASIAN \(2\)](#)
- [RESTAURANT BAR & GRILL \(1\)](#)
- [RESTAURANT BARBECUE \(6\)](#)
- [RESTAURANT BRAZILIAN \(6\)](#)
- [RESTAURANT BREAKFAST & BRUNCH \(2\)](#)
- [RESTAURANT CAJUN & CREOLE \(1\)](#)
- [RESTAURANT CANTONESE \(1\)](#)



America's Online Yellow Pages

Return on your investment.

preferred listing YPCom Internet Advertising Package.



Yellow Page Search Results [New Search](#) [Help](#)

Results for "RESTAURANT ITALIAN" in "new york, NY"

Preferred Listings - [advertisers upgrade to list your business](#)

CASABIANCA PIZZERIA (212) 397-8725
503 W 57TH ST
NEW YORK, NY 10019



DA UMBERTO'S RESTAURANT (212) 989-0303
107 W 17TH ST
NEW YORK, NY 10011



DON GIOVANNI RESTAURANT (212) 242-9054
214 10TH AVE
NEW YORK, NY 10011



Basic Listings - [advertisers upgrade to preferred listing](#)

44 SOUTH WEST ITALIAN CONTINENTAL RESTAURANT (212) 315-4582
621 9th Ave
New York, NY 10036



50 RESTAURANT (212) 759-5050
50 E 50th St
New York, NY 10022



A TAVOLA ITALIAN DINER (212) 744-1233

Results Icons

- = Visit Web Site
- = Send Email
- = Mini-Webpage
- = Call Toll Free
- = Get Map



America's Online Yellow Pages

YP.Com Mini Website - Microsoft Internet Explorer provided by YP.Net

YP.Com Preferred Listing - [advertisers.list.your.business](#)

CASABIANCA PIZZERIA
 503 W 57TH ST
 NEW YORK, NY 10019
 (212) 397-8725

Contact
[Call Toll Free](#)
[Get Map](#)

Business Hours

Sunday	10:00am - 10:00pm
Monday	10:00am - 10:00pm
Tuesday	10:00am - 10:00pm
Wednesday	10:00am - 10:00pm
Thursday	10:00am - 10:00pm
Friday	10:00am - 10:00pm
Saturday	10:00am - 10:00pm

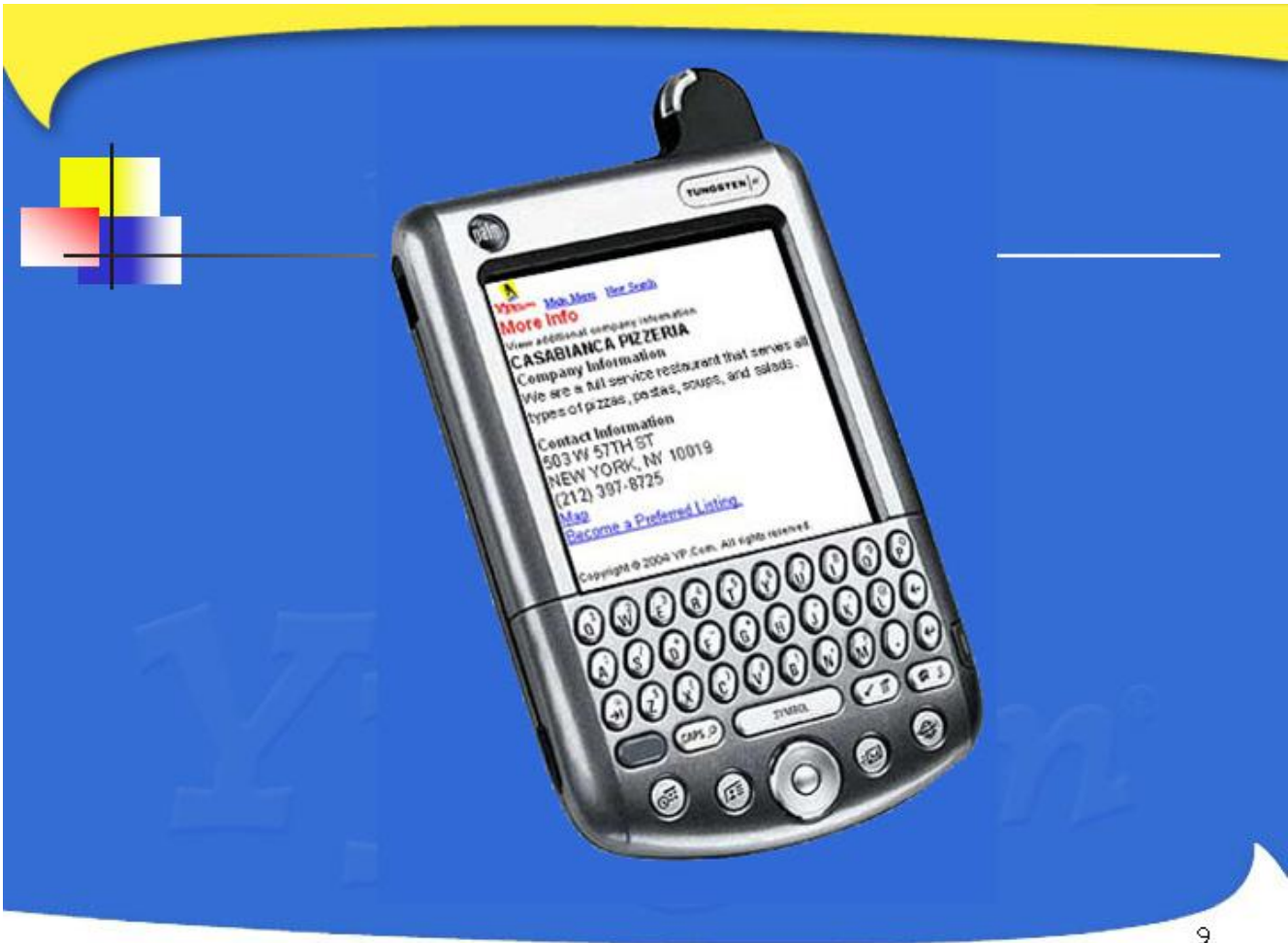
Additional Company Information

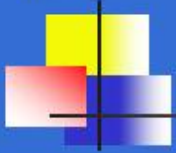
Here at Casabianca Pizzeria we are a full service restaurant that serves all types of pizzas, pastas, soups, and salads. Our restaurant offers a relaxing dine-in area or if you're in a hurry we also provide take-out and delivery as well. Come in today for delicious meals and friendly people.

[Close Window](#)
 Powered by YP.Com. Copyright © 2003. All rights reserved.

GIORGIOS TRATTORIA (212) 472-5040
 354 F 84TH ST

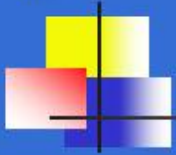
The screenshot shows a Microsoft Internet Explorer browser window. The address bar displays 'Click2Call Toll Free Call - Microsoft Internet Explorer provided...'. The main content area is divided into two panes. The left pane, titled 'YP.Com Preferred', shows search results for 'CASABIANCA' at '503 W 57TH ST, NEW YORK, NY 10'. Below this, there is an 'Additional Compar' section with a description of the restaurant and a 'Close Window' link. The right pane, titled 'click2call', contains a 'Toll Free Customer to Business Call' form. The form text states: 'This call is a FREE service provided by YP.Com for the convenience of its users. You will not be charged in any way and your phone number is kept completely confidential.' It then lists 'CASABIANCA PIZZERIA (212) 397-8725'. The form includes input fields for 'Area code', 'Phone Number', and 'Extension', and radio buttons for 'You', 'Receptionist', and 'Automated System'. A 'Call Now!' button is at the bottom. The browser's status bar at the bottom shows '(212) 472-5040'.





Additional Products

- QuickSite™ Packages
- Internet Dial-Up Package (IDP)



Customer Acquisition

- Direct Mail Marketing
- 3rd Party Verification
- Confirmation Card
- Mini-Webpage™ Setup
- Money Back Guarantee



Market Position and Growth Prospects

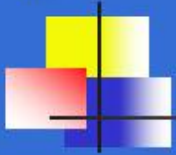
- #1 in Yellow Page Internet paying advertising customer count¹ with:
 - 283,000 activated customers
 - 253,000 paying customers

- Advertising customer growth of 84% over one year

- Added over 9,000 customers per month, on average, during calendar 2003

- Substantial additional growth potential with market penetration of:
 - Less than two percent on a number of advertisers basis
 - Six percent on an Internet advertising dollar basis

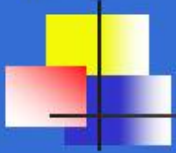
1) As of 12/31/03
Source: Simba



Competitive Advantages

The principal competitive advantages of YP.Net are:

- Low customer acquisition cost.
- Low cost and convenient billing methods.
- Recognized Brand
- Large Distribution Network
- One Market Focus
- Outstanding Customer Service



Competitive Advantages

- Value to Shareholders
- Value to Advertisers
- Value to Users



Internet Competitive Monthly Pricing Comparison

- YP.Net- \$21.95- \$34.95
- Switchboard- \$35.00
- Dex Media- \$60.00
- Smart Pages (Southwestern Bell)- \$39.00- \$49.00
- Super Pages (Verizon)- \$55.00- \$90.00



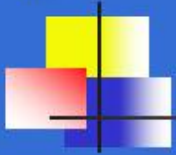
Competitive Advantages of Internet Yellow Pages Over Print

To the advertiser:

- Better Results, Lower Cost
- Flexible Ad Content.

To the user:

- More current listing information.
- Quick access
- Fast and easy searching via desktop computer, laptop, PDA and cell phone.
- Access to features such as mapping, calling, e-mail and website at the click of a button.



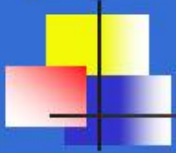
CEO Summary

- Branding
- Continued Growth
- Additional Countries
- Dividends for Shareholders
- Self Funded
- Low PE Ratio



Summary of the Print and Online Directory Advertisement Market Growth

Advertising Revenue					
\$ Billions					
	2003	Market Share	2008	% Growth per year	Market Share
Print	14.5	97%	16.1	2.50%	75%
Online/ Wireless	0.5	3%	5.2	59%	25%
Total	15	100%	21.3	7%	100%



Economics of the Business Model

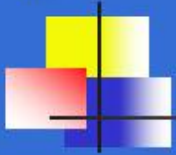
- Average of 1 million mailings per month.
- Random selection from the 18 million U.S. business data base.
- Cost approximately \$400,000 per month.
- Initial order rate- 1% - 2%.
- Net Advertiser customer growth rate of 5-10 thousand customers per month.
- Average payback period on customer acquisition costs:
 - 1.8 months at 1% retention at \$21.95
 - 3.6 months at 0.5% retention at \$21.95
- Return on investment in customer acquisition cost over 300% per year.
- Average life of customer- 29 months.



Investment Incentives

Excellent Financial Performance

	Fiscal 2003	Quarter 1- 2004 vs. 2003
Revenues	Up 144% to \$30.8 million	Up 152% to \$13.9 million
Operating Income	Up 227% to \$9.2 million	Up 166% to \$4.7 million
Operating Income Margin	30%	34%
Net Income	Up 114% to \$7.9 million	Up 200% to \$3.3 million
Net Income Margin	26%	24%
Operating Cash Flow	Up 311% to \$4.8 million	Up 24% to \$0.9 million
Working Capital	Up 114% to \$6.6 million	Up 104% to \$8.1 million
Return on Equity	60%	64%
Long Term Debt	Negligible	Negligible
Earnings Per Share	Up 100% to \$0.18/ share	Up 250% to \$0.07/ share



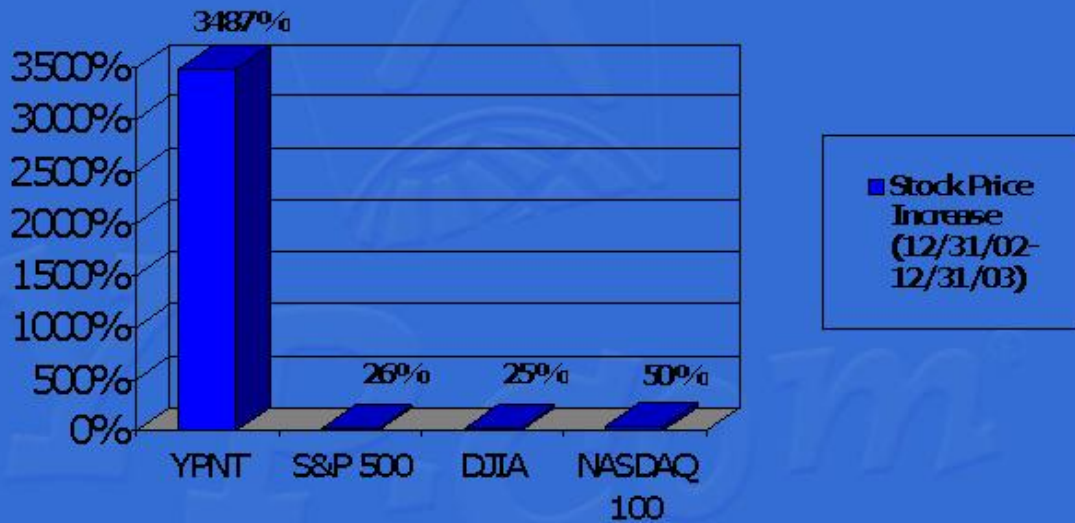
Attractive Characteristics

- A leading position in the fast growing Internet Services Industry
- A recurring revenue stream
- A high growth, high margin, high ROI business model with pricing power.
- A price to earnings multiple which is below market averages
- An extremely low P/E to growth (PEG) ratio
- A market capitalization which has quickly grown to over \$150 million
- Increasing share in a large potential market
- Dividend \$.01 per quarter

Share Price Performance

YP.Net vs. Market Indices

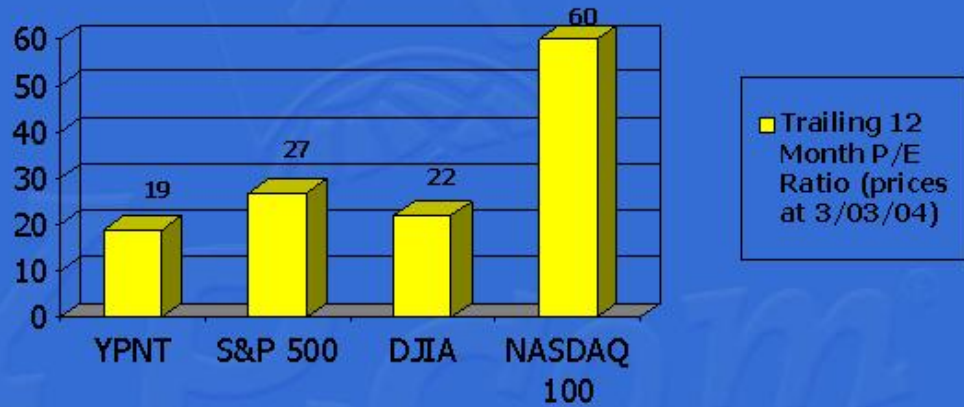
YP.Net price has sharply outperformed all relevant indices over the past year.



Price Earnings Ratios

YP.Net vs. Market Indices

YP.Net price earnings ratio is modest compared to major indices.



Comparative Peer Group 2003 Financial Performance

	Revenues (\$millions)	Net Income (\$millions)	Net Income Margin	ROE ²	EPS	EPS Growth
YP.Net	30.8	7.9	26%	45%	.18	100%
Switchboard	15.2	2.1	14%	4%	.10	NM
Ask Jeeves	107.3	26.0	24%	36%	.40	NM
Find What	72.2	11.8	16%	19%	.53	(5%)
Infospace	160.1	(6.3)	NM	NM	(.20)	NM

2) ROE= Net Income / Year End equity

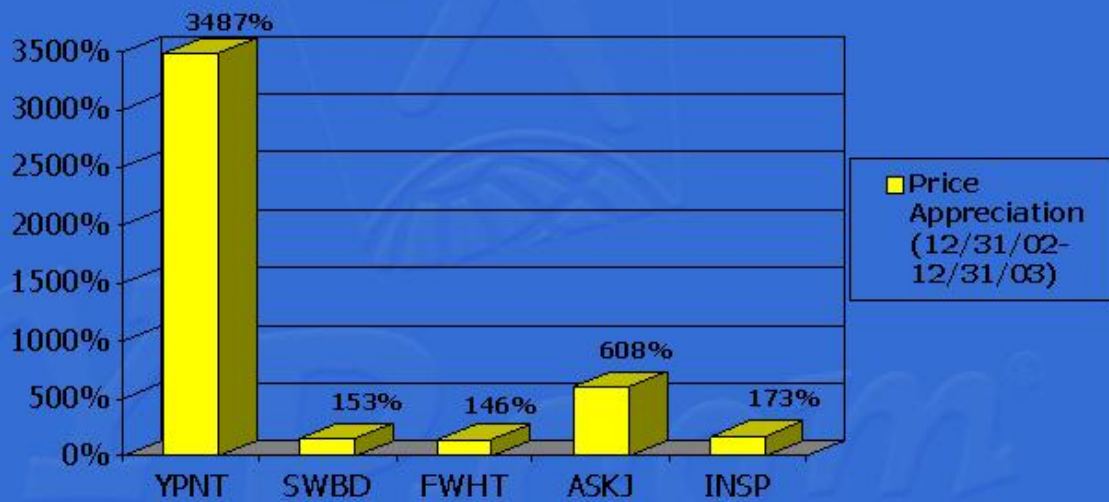


Comparative Peer Group Market Performance

Company	Market Cap ^{a)} (\$ millions)	Price Change (12/31/02-12/31/03)	P/E ¹ (TTM)
YP.Net	215	3487%	19
Switchboard	109	153%	57
Find What	380	146%	33
Ask Jeeves	974	608%	46
Infospace	1080	173%	NM

^{a)} Source: CBS Marketwatch (3/3/04) and YPNT price of \$4.42 per share

Price Appreciation YP.Net vs. Peer Group



Peer Group: SWBD-Switchboard, Inc. • FWHT-Find What.com • ASKJ- Ask Jeeves, Inc. • INSP- Infospace, Inc.

Price/ Earnings Ratio YP.Net vs. Peer Group¹

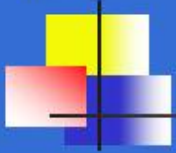


Peer Group: SWBD-Switchboard, Inc. · FWHT- Find What.com · ASKJ- Ask Jeeves, Inc.
¹ Based on trailing 12 months earnings and prices reported on CBS Marketwatch (3/3/04).



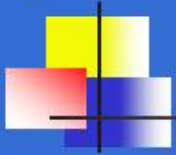
Appendix:

YP.com



Recent Initiatives and Milestones

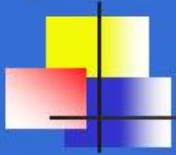
- February 2004 Branding program initiated
- January 2004 Launched m.YP.com yellow page portal for mobile users to access the company's listings on Palm, PDA's and other handheld devices.
- December 2003 Reached 253,000 paying customers (#1 in industry).
- October 2003 Obtained exclusive rights to utilize SurfNet Media's patented streaming media technology in yellow page applications.



YP.Net Products

Internet Advertising Package (IAP)
includes:

- Mini-Webpage™
- Preferred Listing
- Door to door mapping services
- Click2Call™
- Free link to email and web site
- Information made available to anyone in the world



What We Do

Internet Yellow Page

- Basic business listings contain business name, address and phone number for approximately 18 million US businesses. Similar to the print Yellow Pages, there is no charge for this basic listing.
- We generate revenues from advertisers who desire increased exposure for their business over and above the basic listing.
- Our advertisers pay us monthly fees similar to what they pay print Yellow Page providers for enhanced advertisements.
- We offer several different listings to our advertising customers
 - Internet Advertising Package™ (IAP) at \$21.95-\$34.95/month
 - Internet Dial-Up Package™ (IDP) at \$34.95/month
 - Online QuickSite Package™ (Quicksite™) at \$200 start up plus \$39.95/month