

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

**FORM 8-K**

**Current Report**

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

**Date Of Report (Date Of Earliest Event Reported): 11/10/2011**

**INFORMATION ANALYSIS INCORPORATED**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-22405**

**VA**

(State or other jurisdiction of  
incorporation)

**54-1167364**

(I.R.S. Employer  
Identification No.)

**11240 Waples Mill Rd, Ste 201, Fairfax, VA 22030**  
(Address of principal executive offices, including zip code)

**703-383-3000**  
(Registrant's telephone number, including area code)

**(Former name and address, 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 (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On November 10, 2011, Information Analysis Incorporated issued a press release reporting earnings and other financial results for its quarter and nine months ended September 30, 2011. A copy of this press release, captioned "Information Analysis Inc. Reports Third Quarter Profitable Results", is attached as Exhibit 99.1 to this Current Report on Form 8-K (the "8-K"). The information in this 8-K, including the exhibit, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

[99.1](#) Press Release dated November 10, 2011, captioned: "Information Analysis Inc. Reports Third Quarter Profitable Results".

**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.

**INFORMATION ANALYSIS INCORPORATED**

Date: November 14, 2011

By: /s/ Matthew T. Sands  
Matthew T. Sands  
Controller

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">EX-99.1</a>	IAI Press Release dated November 10, 2011

For additional information contact:  
Richard S. DeRose  
(703) 293-7901

For release: November 10, 2011 at 9:00 a.m.

### **Information Analysis Inc. Reports Third Quarter Profitable Results**

FAIRFAX, VIRGINIA – Information Analysis Inc. (IAIC:OTCBB) today reported results for its third fiscal quarter ended September 30, 2011. Revenues were \$1,662,000 compared to \$1,952,000 reported in the third quarter 2010. The information technology services company reported net income of \$63,000, or \$0.01 per share basic and diluted, compared to net income of \$42,000 or \$0.00 per share basic and diluted, in the third quarter 2010.

For the nine months ended September 30, 2011, IAI's revenues were \$4,707,000 compared to revenues of \$5,655,000 for the same period in 2010. The Company reported net income of \$101,000 or \$0.01 per share basic and diluted, compared to net income of \$225,000, or \$0.02 per share basic and diluted, reported for the comparable 2010 period.

"There continues to be an increase in opportunities for the modernization business, and we have been aggressively pursuing these opportunities. We have been awarded a number of new contracts in the past few months worth in excess of 2.5 million dollars. These contracts are expected to improve our profitability over the next 12 months," said Sandor Rosenberg, Chairman and Chief Executive Officer of IAI.

"We continue to pursue merger and acquisition opportunities."

#### **About Information Analysis Incorporated**

Information Analysis Incorporated ([www.infoa.com](http://www.infoa.com)), headquartered in Fairfax, Virginia, is an information technology services company. The Company is a web solution provider and software conversion specialist, modernizing legacy systems and extending their reach to the internet world.

#### **Additional information for investors**

This release may contain forward-looking statements regarding the Company's business, customer prospects, or other factors that may affect future earnings or financial results. Such statements involve risks and uncertainties which could cause actual results to vary materially from those expressed in the forward-looking statements. Investors should read and understand the risk factors detailed in the Company's 10-K for the fiscal year ended December 31, 2010 and in other filings with the Securities and Exchange Commission.

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**Information Analysis Reports Third Quarter Results**

November 10, 2011

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**Information Analysis Incorporated  
Statements of Operations**

	<b>Three months ended September 30,</b>	
	<b>2011</b>	<b>2010</b>
<i>(in thousands, except per share data; unaudited)</i>		
Revenue:		
Professional fees	\$ 1,329	\$ 1,293
Software sales	333	659
Total revenue	<u>1,662</u>	<u>1,952</u>
Cost of goods sold and services provided:		
Cost of professional fees	702	723
Cost of software sales	278	593
Total cost of sales	<u>980</u>	<u>1,316</u>
Gross margin	682	636
Selling, general and administrative expense	<u>621</u>	<u>596</u>
Income from operations	61	40
Other income, net	<u>2</u>	<u>2</u>
Income before income taxes	63	42
Provision for income taxes	--	--
Net income	<u>\$ 63</u>	<u>\$ 42</u>
Earnings per common share:		
Basic	\$ 0.01	\$ 0.00
Diluted	\$ 0.01	\$ 0.00
Shares used in calculating earnings per share:		
Basic	11,196,760	11,196,760
Diluted	11,233,313	11,224,521

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**Information Analysis Reports Third Quarter Results**

November 10, 2011

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**Information Analysis Incorporated  
Statements of Operations**

<i>(in thousands, except per share data; unaudited)</i>	<b>Nine months ended September 30,</b>	
	<b>2011</b>	<b>2010</b>
Revenue:		
Professional fees	\$ 3,581	\$ 3,921
Software sales	1,126	1,734
Total revenue	4,707	5,655
Cost of goods sold and services provided:		
Cost of professional fees	1,987	2,178
Cost of software sales	920	1,475
Total cost of sales	2,907	3,653
Gross margin	1,800	2,002
Selling, general and administrative expense	1,705	1,784
Income from operations	95	218
Other income, net	6	7
Income before income taxes	101	225
Provision for income taxes	--	--
Net income	\$ 101	\$ 225
Earnings per share:		
Basic	\$ 0.01	\$ 0.02
Diluted	\$ 0.01	\$ 0.02
Shares used in calculating earnings per share:		
Basic	11,196,760	11,196,760
Diluted	11,220,295	11,216,853

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**Information Analysis Reports Third Quarter Results**

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**Information Analysis Incorporated  
Balance Sheets**

	As of September 30, 2011 <i>(unaudited)</i>	As of December 31, 2010 <i>(audited)</i>
<i>(in thousands)</i>		
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 1,947	\$ 1,968
Accounts receivable, net	1,746	772
Prepaid expenses	756	571
Note receivable	6	6
Total current assets	<u>4,455</u>	<u>3,317</u>
Fixed assets, net	30	36
Note receivable	6	11
Other assets	6	6
Total assets	<u>\$ 4,497</u>	<u>\$ 3,370</u>
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 781	\$ 77
Deferred revenues	827	653
Commissions payable	583	447
Accrued payroll and related liabilities	243	245
Other accrued liabilities	76	69
Total current liabilities	<u>2,510</u>	<u>1,491</u>
Common stock, par value \$0.01, 30,000,000 shares authorized; 12,839,376 shares issued, 11,196,760 outstanding	128	128
Additional paid in capital	14,573	14,567
Accumulated deficit	(11,784)	(11,886)
Less treasury stock; 1,642,616 shares at cost	(930)	(930)
Total stockholders' equity	<u>1,987</u>	<u>1,880</u>
Total liabilities and stockholders' equity	<u>\$ 4,497</u>	<u>\$ 3,370</u>