CORDIA CORP
Form 10QSB
August 14, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-QSB

(Mark One)

[X] Quarterly report under Section 13 or 15(d) of the Securities exchange Act of 1934

For the quarterly period ended June 30, 2003

[ ] Transition report under Section 13 or 15(d) of the Exchange Act

For the transition period from ___________ to ___________.

Commission File Number: 33-23473

CORDIA CORPORATION
(Exact Name of Small Business Issuer as Specified in Its Charter)

Nevada	2917728
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

2500 Silverstar Road, Suite 500, Orlando, Florida 32804
(Address of Principal Executive Offices)

866-777-7777
(Issuer's Telephone Number, Including Area Code)

APPLICABLE ONLY TO ISSUERS INVOLVED IN
BANKRUPTCY PROCEEDINGS DURING THE
PRECEDING FIVE YEARS

Check whether the registrant filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court.

Yes [ ] No [ ]

APPLICABLE ONLY TO CORPORATE ISSUERS

As of Aug 10, 2003, there were 5,821,211 shares of the issuer's common stock outstanding.

Transitional Small Business Disclosure Format (check one):

Yes [ ] No [X]

CORDIA CORPORATION

FORM 10-QSB

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Item 1. Financial Statements.

CORDIA CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	June 30, 2003
ASSETS	
Current Assets	
Cash	$ 55,521
Accounts receivable, less allowance for doubtful accounts of $43,357 (2003) and $65,000 (2002)	404,440
Investments	-
Prepaid expenses and other current assets	114,352
Other loans receivable	-
TOTAL CURRENT ASSETS	574,313
Property and equipment	
Cost of property and equipment	16,358
Less: Accumulated depreciation	5,413
NET PROPERTY AND EQUIPMENT	10,945
Other Assets	
Notes Receivable	750,000
Security Deposits	61,937
TOTAL OTHER ASSETS	811,937
TOTAL ASSETS	$ 1,397,195
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	
Current Liabilities	
Book Overdraft	$ -
Accounts payable and accrued expenses	883,433
Obligation under capital lease, current portion	-
Unearned income	140,867
Loans payable to affiliates	9,000
Loans payable-other	62,281
TOTAL CURRENT LIABILITIES	1,095,581
Noncurrent Liabilities	
Obligation under capital lease, less current portion	-
TOTAL NONCURRENT LIABILITIES	-
Stockholders' Equity (Deficit)	
Preferred stock, $.001 par value; 5,000,000 shares authorized, no shares issued and outstanding	-

Common stock, $.001 par value; 20,000,000 shares authorized, 5,821,211 (2003) and 5,701,211 (2002) shares issued and outstanding	5,821
Additional paid-in capital	4,163,536
Common stock subscribed	-
Accumulated deficit	(3,842,743)
	326,614
Less Treasury stock, 10,000 common shares at cost	(25,000)
TOTAL STOCKHOLDERS' EQUITY (DEFICIT)	301,614
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	$ 1,397,195

Note: The balance sheet at December 31, 2002 has been derived from audited financial statements at that date but does not include all the information and footnotes required by generally accepted accounting principles in the United States. See notes to consolidated financial statements.

CORDIA CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	For the Six Months Ended June 30,		For the Three Months June 30,	
	2003	2002	2003	
Revenues				
Telecommunications Revenue	$ 1,380,817	$ 5,884	$ 776,243	$
Other	58,593	169,184	40,575	
	1,439,410	175,068	816,818	
Operating Expenses				
Resale and wholesale line charges	664,141	2,731	366,950	
Payroll and payroll taxes	346,509	200,638	185,393	
Advertising and promotion	310,506	28,723	239,342	
Professional and consulting fees	183,061	304,525	70,299	
Depreciation	2,779	992	1,531	
Insurance	34,331	9,542	16,265	
Office expense	20,427	5,272	11,849	
Telephone	29,834	6,150	16,065	
Rent and building maintenance	27,883	9,274	14,113	
Other selling, general and administrative	212,999	28,021	118,295	
	1,832,470	595,868	1,040,102	

Operating Loss	(393,060)	(420,800)	(223,284)	(
Other Income (Expenses)				
Income (loss) on investments	3,750	(32,943)	950	
Interest income (expense)	6,767	(1,278)	3,471	
	10,517	(34,221)	4,421	
Loss From Continuing Operations	(382,543)	(455,020)	(218,863)	(
Income (Loss) from Discontinued Operations				
Gain on Disposal of subsidiary	$ 1,554,306	$ 322,796	$ --	$
Loss from operations of discontinued Segments	(140,726)	(523,383)	--	(
	1,413,580	(200,587)	--	
Net Income (Loss)	$ 1,031,037	$ (655,608)	$ (218,863)	$
Income (Loss) per Share	$ 0.18	$ (0.12)	$ (0.04)	$
Weighted Average Shares Outstanding	5,792,747	5,516,261	5,811,973	5,

See notes to condensed consolidated financial statements.

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CORDIA CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the Six Months	
	June 30,	
	2003	2
Cash Flows From Operating Activities		
Net income (loss)	$1,031,037	$ (
(Gain) on disposal of subsidiaries	(1,554,308)	(
Adjustments to reconcile net income (loss) to net cash provided (used) by operations		
(Gain) loss on investments	(3,750)	

Consulting expense	108,417	
Depreciation expense	2,780	
Noncash expenses of discontinued business segments	13,919	
(Increase) decrease in assets		
Accounts receivable	(64,126)	
Prepaid expenses and other current assets	(106,264)	
Security deposits	(28,172)	
Increase (decrease) in liabilities		
Book overdraft	182,236	
Accounts payable and accrued expenses	211,299	
Unearned income	214,296	
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	7,364	(
Cash Flows From Investing Activities		
Decrease in loans receivable from affiliates	--	
(Increase) in other loans receivable	(9,104)	(
Decrease in other loans receivable	1,750	
Decrease in cash of sold subsidiaries	(241,055)	
Proceeds from sale of investments	6,550	
Purchase of investments	--	
Purchase of property and equipment	(8,549)	
NET CASH (USED) BY INVESTING ACTIVITIES	(250,408)	(
Cash Flows From Financing Activities		
Net Proceeds from issuance and subscription of common stock	38,500	
Payment of notes payable	--	
Payments of obligations under capital lease	(9,884)	
Proceeds from loans payable to affiliates	9,000	
Payment of loans payable to affiliates	-	
Proceeds from loans payable other	67,468	
Payments of other loans payable	(41,289)	(
NET CASH PROVIDED BY FINANCING ACTIVITIES	63,795	
Increase (Decrease) in Cash	(179,249)	
Cash, Beginning	234,770	
Cash, Ending	$ 55,521	$

See notes to condensed consolidated financial statements.

CORDIA CORPORATION AND SUBSIDIARIES
NOTES TO CONDENSED FINANCIAL STATEMENTS

June 30, 2003

Note 1: Basis of Presentation

Our unaudited condensed financial statements have been prepared in accordance with the instructions to Form 10-QSB and do not include all of the information and disclosures required by generally accepted accounting principles. Therefore, these financial statements should be read in conjunction with the financial statements and related footnotes included in our Annual Report on Form 10-KSB for the most recent year-end. These financial statements reflect all adjustments that are, in the opinion of management, necessary to fairly state the results for the interim periods reported. The results of operations for the three- and six-month periods ended June 30, 2003 are not necessarily indicative of the results to be expected for the full year.

The consolidated financial statements include the accounts of Cordia Corporation ("Cordia"), and Cordia Communications Corp. ("CCC") for the six months and three months ended June 30, 2003 and 2002. The consolidated financial statements also include the accounts of Cordia's discontinued business ISG Group, Inc ("ISG") and its subsidiaries (Universal Recoveries, Inc. and U.L.A.E., Inc., both wholly-owned) for the period January 1, 2003 through March 3, 2003 (date of disposal) and for the six and three months ended June 30, 2002. The consolidated financial statements also include the accounts of Cordia's discontinued business segment RiderPoint and subsidiary, for the six months and three months ended June 30, 2002. Cordia Corporation and its subsidiaries are collectively referred to herein as the "Company." All material intercompany balances and transactions have been eliminated.

Note 2: Investments

Trading Securities
At December 31, 2002, investments included common shares of eLEC Communications Corp. ("eLEC"). All investments are classified as trading securities and accordingly, stated at fair value, which is based on market quotes. Adjustments to fair value of the equity securities are recorded as an increase or decrease in investment income in the accompanying statements of operations. All remaining shares of eLEC were sold during the second quarter of 2003.

During June 2002, we sold all of our common shares of RiderPoint Inc. and its subsidiary, RP Insurance Agency Inc., and our entire membership interest in Webquill Internet Services, LLC for $1,000. We recognized a gain of $322,796 in connection with such sale. The results of operations of RiderPoint Inc, RP Insurance Agency Inc, and Webquill are presented as losses from operations of discontinued segments in the accompanying condensed consolidated statements of operations.

On March 3, 2003, Cordia sold its equity interests in ISG to West Lane Group Inc., a company owned by the then-current management of ISG. The $750,000 selling price of ISG is evidenced by a promissory note bearing interest at the rate of 6% per annum. The principal obligation of $750,000 under the note is payable on or before March 3, 2005, and is secured by 700,000 shares of Cordia's common stock owned by WestLane Group, Inc.

NOTE 3 - SALE OF BUSINESS SEGMENTS

Sale of RiderPoint, Inc., and its subsidiary, and Webquill Internet Services, LLC:

On June 27, 2002, the Company sold for $1,000 in cash, (a) its common stock equity interests in RiderPoint, Inc. and its subsidiary, RP Insurance Agency, Inc., and (b) its entire membership interest in Webquill. RiderPoint had focused on the development of technological systems, solutions and processes that would allow it to become a nationwide distributor of insurance products through the internet and traditional insurance agents. RP Insurance Agency, Inc. acted as an insurance broker for individuals, purchasing property and liability insurance for power sports vehicles. Webquill provided internet hosting services to businesses and individuals. The Company recognized a gain of $337,793 on the

NOTE 3 - SALE OF BUSINESS SEGMENTS (cont'd)

sale of these interests. As a result of the sale of these business segments, the Company's net operating loss for Federal income tax reporting purposes decreased by approximately $1,940,000.

The following is a summary of the sale transaction:

	RiderPoint, and subsidiary	Webquill	Total
Assets sold	$(25,189)	$(2,763)	$(27,952)
Liabilities sold	412,917	15,701	428,618
Cash payment received	500	500	1,000
Write-off of inter-company receivables and payables	(63,873)	-0-	(63,873)
Gain on sale	$324,355	$13,438	$337,793

Sale of ISG:
The following is a summary of the sale transaction of ISG (unaudited):

Assets sold	$ (778,529)
Liabilities sold	1,658,917
Note received	750,000
Write-off of inter-company receivables and payables	(76,082)
Gain on sale, before income taxes	$1,554,306

The Company's net operating losses are expected to offset the gain on the sale of ISG.

As a result of the sale of ISG, (a) employee stock options to purchase 83,000 common shares of the Company at $7.50 per share expired, and (b) the Company's net operating loss carry-forward for federal income tax reporting purposes, on a pro-forma basis giving retroactive effect to the sale of ISG as of December 31, 2002, would have been approximately $2,220,000.

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CORDIA CORPORATION AND SUBSIDIARIES
NOTES TO CONDENSED FINANCIAL STATEMENTS
June 30, 2003

NOTE 3 - SALE OF BUSINESS SEGMENTS (cont'd)
The accompanying consolidated balance sheet at December 31, 2002 include the following assets and liabilities of the discontinued business segments ISG:

Current Assets	
Cash	$ 164,527
Accounts receivable, net	377,568
Investments	886
Prepaid expenses and other current assets	17,512
Loans receivable from affiliates	31,899
Loans receivable from parent and subsidiaries*	-
Total current assets	592,392
Property and equipment	
Office equipment	218,015
Equipment - capital leases	58,567
Vehicles	16,743
Furniture and fixtures	98,376
	391,701
Less: Accumulated depreciation	138,506
	253,195
Other assets	
Security deposits	27,139

Total assets	$ 872,726
Current Liabilities	
Book overdraft	$ 90,946
Accounts payable and accrued expenses	1,319,207
Obligation under capital lease, current portion	25,672
Unearned income	83,333
Loans payable to affiliates	9,744
Loans payable to parent and subsidiaries*	76,082*
Total current liabilities	1,604,984
Obligation under capital lease, less current potion	7,404
Accumulated deficit	(739,662)
Total liabilities and accumulated deficit	$ 872,726

*Eliminated in consolidation.

CORDIA CORPORATION AND SUBSIDIARIES
NOTES TO CONDENSED FINANCIAL STATEMENTS
June 30, 2003

NOTE 3 - SALE OF BUSINESS SEGMENTS (cont'd)

License Agreement
On March 3, 2003, Cordia entered into a licensing agreement with ISG whereby ISG purchased an unlimited license to certain software owned by Cordia. The license agreement provides for ISG to pay Cordia $100,000 on execution of license agreement, plus $6,000 per month (including interest) for a period of twenty-five months. Cordia shall provide software updates and maintenance as necessary, during this twenty-five month period.

Loss from operations of discontinued business segments includes the following:

	Six months ended June 30,	
	2003	2002
Revenues:		

Subrogation Service Revenue, net	$ 631,361	$1,213,823
Claims Administration income	197,667	1,211,713
Other	-	1,254
Total Revenues:	$ 829,028	$2,426,790
Loss before income taxes	$ 140,726	$ 523,383

The 2002 statement of operations was reclassified to show the results of operations for the RiderPoint and ISG business segments as discontinued.

CORDIA CORPORATION AND SUBSIDIARIES
NOTES TO CONDENSED FINANCIAL STATEMENTS
June 30, 2003

Note 4: Stockholders' Equity

During June 2002, we approved a 5-for-1 reverse split of our common stock with no change in its par value of $.001. All references in the consolidated financial statements and in the notes to consolidated financial statements with respect to the number of common shares and per share amounts have been restated to reflect the stock split.

During September 2000, we issued warrants to purchase 22,400 shares of our common stock. The warrants had an exercise price of $12.50 per share and expired during the period from July through September 2002. No warrants were exercised prior to expiration.

Effective January 5, 2001, we established our 2001 Equity Incentive Plan (the "Plan"). The total number of shares of our common stock issuable under the Plan is 1,000,000, subject to adjustment for events such as stock dividends and stock splits. The Plan is administered by a committee of the Board of Directors having full and final authority and discretion to determine when and to whom awards should be granted. The committee will also determine the terms, conditions and restrictions applicable to each award.

Transactions under the Plan are summarized as follows giving retroactive effect to the reverse stock split:

	Stock Options	Exercise Price
Balance, December 31, 2002	146,000	$ 7.50 to 11.25
Granted:	615,000	$ .60
Exercised	-	$
Expired	(83,000)	$ 7.50
Balance, June 30, 2003	678,000	$ .60 to 11.25

Note 5: Commitments

We have no commitments for annual rentals under noncancelable operating leases.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Certain statements in this Report constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors that might cause such a difference include, among others, uncertainties relating to general economic and business conditions; industry trends; changes in demand for our products and services; uncertainties relating to customer plans and commitments and the timing of orders received from customers; announcements or changes in our pricing policies or that of our competitors; unanticipated delays in the development, market acceptance or installation of our products and services; changes in government regulations; availability of management and other key personnel; availability, terms and deployment of capital; relationships with third-party equipment suppliers; and worldwide political stability and economic growth. The words "believe", "expect", "anticipate", "intend" and "plan" and similar expressions identify forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statement was made.

Overview

Cordia Corporation is a business services holding company that provides Internet-enabled software systems, outsourcing solutions and services to businesses and organizations. We have historically focused substantially all of our efforts and resources on providing outsourced solutions for the insurance industry. However, during 2001, we began developing proprietary software systems and related outsourced solutions for the telecommunications industry. In addition, during the second quarter of 2002, we began providing telecommunications services through our wholly-owned subsidiary, Cordia Communications Corp.

We believe the growing use by businesses and other organizations of strategic outsourcing to expert organizations and the rapid global development and acceptance of Internet-based applications and technology have created opportunities for us to address the business services needs of certain industries. Due to the specialized expertise often developed by business services companies and the significant economies of scale that can be achieved by providing specialized services for a number of customers, we believe companies that provide outsourced services are often able to deliver such services at lower costs and with higher quality than their customers can produce internally. In addition, we believe the rapid growth and acceptance of the Internet as a global medium for communication, information and commerce has created a tremendous opportunity to perform business functions more efficiently and effectively through the utilization of standardized Internet technologies, databases and applications.

Our strategy is to accelerate our growth and increase our profitability through the acquisition and internal development of businesses that provide either industry-specific expert services or specialized business functions. We plan to utilize internally developed proprietary software systems that take advantage of standardized Internet technologies to enhance both the quality and efficiency of our services. We believe that properly designed and developed systems and applications can allow us to leverage the expertise of our employees and to deliver a superior service to our customers, which should give us a competitive advantage over expert organizations that seek to provide their services through traditional means.

Cordia Communications Corp.

During 2001, we began to focus some of our resources on the development of telecommunications services. In July 2001, we formed Cordia Communications Corp. and began the development of an integrated software system designed to support providers of telecommunications services. We refer to these software systems as "Telecom Workspaces" or "Workspaces". During 2002, we began to design a suite of services that utilize Workspaces to provide outsourced solutions to telecommunications providers. In addition, during 2002, Cordia Communications Corp. became a licensed provider of local and long distance telephone services in multiple states.

We believe recent wholesale price reductions for telephone services have created significant opportunities to develop a profitable Competitive Local Exchange Carrier (CLEC) business utilizing a network platform commonly referred to as unbundled network elements-platform, or UNE-P. With UNE-P, we are able to lease all of the network elements required to provide local telecommunications services from the Incumbent Local Exchange Carrier (ILEC) on a month-to-month basis. UNE-P allows us to avoid the large capital expenditures required to build an independent network, closely match our network capacity to utilization and earn significant gross margins.

In order to provide our telecommunications services, we have entered into interconnection agreements with facilities-based local (ILECs) and long distance providers. We utilize our Workspaces system as a middleware layer that connects our employees, agents, wholesale and retail customers through Web interfaces to the provisioning, repair, billing and enhanced services functions of our underlying carriers. Through the constant development and improvement of our Workspaces system, we continually focus on the most efficient and effective underlying processes in the performance of each core function of the services we provide and adapt our systems to those processes. We believe this development strategy is far more favorable than the alternative methodology, in which the limitations of the software system lead to an adaptation of the process that is less than optimal in order to work within the confines of the software system.

We have identified the following three strategies that we intend to utilize, through our Workspaces system in order to profit from these developments in the domestic telecommunications market.

Retail Telecommunication Services. As of August 10, 2003, Cordia Communications Corp. was approved to provide local and long distance telecommunications services in Florida, New York, New Jersey, Illinois, Michigan, Ohio and Pennsylvania. Of these states, Cordia Communications Corp. has been actively marketing retail services to end users primarily in New York and New Jersey. We expect to expand our retail service offerings into Illinois, Michigan, and Pennsylvania during the remainder of 2003. We have focused on these states because management believes they offer the most attractive opportunities due to the relative size of their telecommunications markets and relatively low wholesale prices as compared to anticipated average retail revenue, which management believes will provide significant retail gross margins.

Wholesale Telecommunications Services. During November 2002, Cordia Communications Corp. began to offer wholesale telecommunications services to other telecommunications providers. Taking advantage of our Workspaces software system, Cordia Communications Corp. is able to provide wholesale customers with internet access to our systems and data. We believe our systems and our focus on process engineering have created outsourced solutions and services that will greatly facilitate the entry of our wholesale customers into the CLEC business. We believe our wholesale customers will be able to provide telecommunications services with less investment and greater efficiency and expertise then may be possible for most CLECs who lack our systems capabilities and the knowledge of our employees.

Outsourced Telecommunications Systems and Solutions. During the first quarter of 2003, we began to market a suite of outsourced services to telecommunications providers. These outsourced services are designed around our Workspaces systems. The services we offer include Billing, New Order Provisioning, Repair, Level I Customer Service, Secondary Provisioning, Collections and Regulatory services. Customers for these services are required to subscribe to Workspaces systems, usually hosted within our facilities. Once a customer is using Workspaces, we are able to provide all or some of these specialized functions on an outsourced basis. We believe customers will be attracted to these services and adopt and utilize those functions that they believe are deficient within their own organizations. In addition to long term outsourcing service, we will also be offering emergency backup and transitional services that will allow our customers to outsource these functions during times of unplanned facilities outages, loss of key personnel or rapid growth.

Insurance Solutions Group

We operated our insurance services business primarily through ISG Group, Inc., our wholly-owned subsidiary that conducted business under the name Insurance Solutions Group ("ISG"). As discussed below, we sold all of our equity interests in ISG in March 2003. ISG provided comprehensive insurance solutions to insurance companies, state insurance departments and self-insured entities in conjunction with Universal Recoveries, Inc., a wholly-owned subsidiary of ISG doing business as Subrogation Partners ("Subrogation Partners"); U.L.A.E., Inc., a wholly-owned subsidiary of ISG doing business as Claim Partners ("Claim Partners"); and US Direct Agency, Inc.

Subrogation Partners. Subrogation Partners provided subrogation services for property and casualty and healthcare insurance providers. Subrogation services included the identification, investigation and recovery of accident-related payments made by insurance providers on behalf of other insureds, but for which other persons or entities are primarily responsible. By contract and state law, insurance providers are generally entitled to certain rights with respect to paid claims that may be the primary obligation of other insurance carriers or parties. These recovery rights include the right of subrogation, which allows the insurance provider to recover accident-related claims directly from the responsible party or the responsible party's insurance carrier. Subrogation Partners actively served over 40 insurance carriers.

Claim Partners. Claim Partners was a claims administrator that provided claim management solutions to insurance companies. ISG launched Claim Partners business during 2001 and has experienced a rapid growth rate, due to the cross-selling opportunities for claims services into the existing customer base of Subrogation Partners. Claim Partners focused on large-scale claim outsourcing opportunities.

During the first quarter of 2003, we undertook an evaluation of the relative potential opportunities of our communications and insurance businesses. As part of this evaluation, we took into consideration the limited capital resources available to our company and the continued losses of ISG despite its rapid growth over the last two years, as well as ISG's negative equity and working capital position. As a result of this evaluation, we determined that it was in the best interest of our shareholders to exit the operating portions of our insurance-related subsidiaries and to reduce the significant infrastructure and operating costs associated with those businesses. On March 3, 2003, we sold our equity interest in ISG to West Lane Group Inc. ("West Lane Group") for a selling price of $750,000. West Lane Group was owned by the management of ISG at the time of sale. In addition, we entered into a licensing and services agreement for our SubroAGS software with West Lane Group that is expected to generate a minimum of $250,000 in revenue for us over the next two years. The transaction is discussed in Note 3 to our financial statements for the three- and six month period ended June 30, 2003.

Results of Operations
Three and Six Months Ended June 30, 2003 vs. June 30, 2002

Operating Revenues

	For the Six Months Ended June 30,		For the Three Months June 30,	
	2003	2002	2003	
Revenues				
Telecommunications Revenue	$ 1,380,817	$ 5,884	$ 776,243	$
Other	58,593	169,184	40,575	
	1,439,410	175,068	816,818	

Revenues for the three and six months ended June 30, 2003, increased by approximately $718,000 and $1,264,000 to approximately $817,000 and $1,439,000 as compared to approximately $99,000 and $175,000 reported during the three and six months ended June 30, 2002.

Change in Telecommunications Revenue

2003-2002	3mths.	$ 770,000	-N/A% change
2003-2002	6mths.	$1,375,000	-N/A% change

Telecommunications revenue is earned from the provisioning of services to business, residential and wholesale customers for basic telephone service, including local and long distance service, as well as ancillary services, such as voice messaging and call waiting. Of the revenues reported for the three and six months ended June 30, 2003, approximately $618,000 and $1,008,000 was generated from retail telecommunications services respectively, approximately $91,000 and $203,000 was generated from wholesale services and approximately $68,000 and $170,000 was generated from Carrier Access Billing (CABS) services, respectively. As we reported minimal telecommunications revenue for the three and six months ended June 30, 2002, the majority of our 2003 revenue was derived from our efforts to grow our customer base. We anticipate a steady and continued growth rate in the customer base of our telecommunications operations.

Change in Other Revenue

2003-2002 3mths.	($ 52,000)	(56%)	decrease
2003-2002 6mths.	($111,000)	(65%)	decrease

Other revenue consists primarily of revenue earned through our outsourcing services of data and website technology and our revenue earned as a result of our licensing agreement. The decrease is primarily due to the shift in our concentration of time and resources toward the growth of our telecommunications business during 2002 and 2003, and from recognizing management fee revenue, previously eliminated through consolidation from our former ISG subsidiary. We intend, however, to continue to offer technology outsourcing to current and potential customers.

Operating Expenses

	For the Six Months Ended June 30,		For the Three Months June 30,
	2003	2002	2003
Resale and wholesale line charges	664,141	2,731	366,950
Payroll and payroll taxes	346,509	200,638	185,393
Advertising and promotion	310,506	28,723	239,342
Professional and consulting fees	183,061	304,525	70,299
Depreciation	2,779	992	1,531
Insurance	34,331	9,542	16,265
Office expense	20,427	5,272	11,849
Telephone	29,834	6,150	16,065
Rent and building maintenance	27,883	9,274	14,113
Other selling, general and administrative	212,999	28,021	118,295
	1,832,470	595,868	1,040,102

Consolidated operating expenses increased by approximately $757,000 and $1,237,000 or approximately 267% and 207%, to approximately $1,040,000 and $1,832,000 during the three and six months ended June 30, 2003 respectively, as compared to approximately $283,000 and $596,000 during the comparable period ended 2002.

Change in Resale and Wholesale Line Charges

2003-2002 3mths.	$364,000	- N/A
2003-2002 6mths.	$661,000	- N/A

Resale and wholesale line charges are direct costs associated with our telecommunications subsidiary, Cordia Communications Corp., and represent our network access fees paid in order to provide local and long distance telephone service to our customers. These expenses will rise or fall in direct correlation to the size of our telecommunications customer base. We reported minimal resale and wholesale line charges for the three and six months ended June 30, 2002.

Change in Payroll and Payroll Taxes

2003-2002 3mths.	$ 94,000	102% increase
2003-2002 6mths.	$146,000	72% increase

This increase was directly related to the growth of our telecommunications services. We expect that our payroll costs will continue to increase, although not as significantly, over the next 9 to 12 months as we continue to expand and grow our customer base.

Change in Advertising and Promotion

2003-2002 3mths.	$218,000	-N/A% increase
2003-2002 6mths.	$282,000	-N/A% increase

Advertising and promotion costs, which consist of advertising, marketing, travel and telemarketing expenses, increased considerably for the three and six months ended June 30, 2003 as compared to the comparable period ended June 30, 2002, due primarily to our use of telemarketers to grow our customer base. We had no reported telemarketing expenses for the three or six months ended June 30, 2002. It is expected that this trend will continue, although not as dramatically, as our telecommunications business will require the services of telemarketers to continue to grow our customer base.

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Change in Professional and Consulting

2003-2002 3mths.	($ 62,000)	46% decrease
2003-2002 6mths.	($121,000)	39% decrease

This decrease was principally the result of us using less, non-cash expense related options, granted to non-employees for consulting services.

Change in Depreciation

2003-2002 3mths.	$1,000	178% increase
2003-2002 6mths.	$2,000	180% increase

The increase was primarily due to additions of depreciable office equipment, which were necessary to facilitate the growth of Cordia Communications Corp.

Change in Insurance

2003-2002 3mths.	$12,000	264% increase
2003-2002 6mths.	$15,000	260% increase

This increase was primarily due to our increased staff and equipment for Cordia Communications Corp., as well as the impact of industry-wide increases in insurance costs.

Change in: Office Expense
Telephone
Rent and Building Maintenance

2003-2002 3mths.	$32,000	312%	increase
2003-2002 6mths.	$57,000	277%	increase

The consolidated increases of office expense, telephone expenses and rent and building maintenance were due primarily to our efforts to grow our telecommunications business, as well as the added expense of operating a new facility in Orlando, Florida.

Change in Other Selling, General and Administrative

2003-2002 3mths.	$ 98,000	-N/A%	increase
2003-2002 6mths.	$185,000	-N/A%	increase

Other selling, general and administrative expenses consist of expenses such as bad debt, dues and subscriptions, equipment rental, bank and credit card processing fees, license expense and registration fees, among others. The increase in these expenses was directly related to the growth and operations of Cordia Communications Corp., as we reported only nominal expenses for Cordia Communications Corp. during the three and six months ended June 30, 2002. We expect these expenses to increase during the remainder of 2003 as we intend to expand and grow our telecommunications business.

Liquidity and Capital Resources

At June 30, 2003, we had cash and cash equivalents available of approximately $56,000, a decrease of approximately $179,000 from amounts reported at December 31, 2002. At June 30, 2003, we had a working capital deficit of approximately ($521,000), which represented a decrease in our working capital deficit from the amount reported at December 31, 2002 (approximately $1,193,000). The decrease in cash and decrease in working capital deficit is directly related to the sale of ISG and subsidiaries.

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Net cash provided in operating activities aggregated approximately $7,000 for the six month period ended June 30, 2003 as compared to net cash used of approximately $175,000 for the six month period ended June 30, 2002. The principal source of cash provided during the six months ended June 30, 2003 was the net profit reported of approximately $1,031,000, which was offset by the one time gain on the sale of ISG of approximately $1,554,000.

Net cash used in investing activities aggregated approximately $250,000 and $215,400 during the six month periods ended June 30, 2003 and 2002, respectively. Cash applied to investing activities consisted primarily of the decrease in cash from our former subsidiary of approximately $241,000 due to the sale of ISG, for the six months ended June 30, 2003 and from the purchase of equipment of approximately $89,000 during the comparable period ended for 2002.

Net cash provided by financing activities aggregated approximately $64,000 and $531,000 during the six month periods ended June 30, 2003 and 2002, respectively. The principle sources of net cash provided by financing activities in the six month periods ended June 30, 2003 and 2002 were the proceeds from the issuance of common stock of approximately $39,000 (2003) and $388,000 (2002), and proceeds from loans payable of approximately $67,000 (2003) and $277,000 (2002).

We believe our cash and cash equivalent assets at August 10, 2003 may not provide us with sufficient liquidity to grow our business and carry out many of our expansion plans. In recognition of the potential need for additional working capital, management intends to seek additional sources of capital, which sources may include public and private sales of our securities and additional borrowings from both affiliates and non-affiliates. Our inability to obtain sufficient working capital may restrict our ability to carry out our operating plans, which would result in the continuance of unprofitable operations and would adversely affect our financial condition and results of operations.

Item 3. Controls and Procedures.

(a) Based upon an evaluation performed within 90 days of this Report, our Chief Executive Officer ("CEO") and Chief Accounting Officer ("CAO") have each concluded that our disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) are effective to ensure that material information relating to our company is made known to management, including the CEO and CAO, particularly during the period when our periodic reports are being prepared, and that our internal controls are effective to provide reasonable assurances that our financial condition, result of operations and cash flows are fairly presented in all material respects

(b) The CEO and CAO each note that, since the date of his/her evaluation until the date of this Report, there have been no significant changes in internal controls or in other factors that could significantly affect internal controls, including any corrective actions with regard to significant deficiencies and material weaknesses.

PART II
OTHER INFORMATION

Item 4. Submission of Matters to a Vote of Security Holders

We held our annual meeting of shareholders on May 23, 2003.

The shareholders elected each of the three nominees to the Board of Directors for a one-year term:

Director	For	Against	Abstained
Patrick Freeman	4,034,145	0	41,510
Wesly Minella	4,034,145	0	41,510
John Scagnelli	4,034,145	0	41,510

The shareholder approved an amendment to the Company's 2001 Equity Incentive Plan by authorizing an additional 1,000,000 shares of Common Stock for issuance thereunder

For	4,031,311
Against	44,344
Abstained	0
Total	4,075,655

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits. The following exhibits are filed herewith.

Exhibit No.	Description
32.1	Certification of Cordia Corporation's Principal Executive Officer, Patrick Freeman, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Cordia Corporation's Principal Financial Officer, Lorie M. Guerrera, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(b) Reports on Form 8-K

We filed a Current Report on Form 8-K, dated January 2, 2003, furnishing under Items 5 and 7 the letter of resignation of Craig C. Gironda from his positions as a director and chief executive officer of the Company.

We filed a Current Report on Form 8-K, dated March 3, 2003, furnishing under Items 2 and 7 the Agreement and Plan of Reorganization and Corporate Separation, dated March 3, 2003, by and between our company and West Lane Group, Inc., the Promissory Note, dated March 3, 2003, of West Lane Group, Inc. in favor of our company and the License Agreement, dated March 3, 2003, between our company and I.S.G. Group, Inc., d/b/a Insurance Solutions Group.

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CORDIA CORPORATION

Date: August 14, 2003

By: /s/ Patrick Freeman

Patrick Freeman
President and Chief Executive Officer

Date: August 14, 2003 By: /s/ Lorie M. Guerrera

Lorie M. Guerrera
Chief Accounting Officer