

INTEGRATED ELECTRICAL SERVICES INC

Form 10-Q/A

May 11, 2006

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 10-Q/A  
Amendment No. 1**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934**

**For the Quarterly Period Ended March 31, 2006**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934**

**For the transition period from \_\_\_\_\_ to \_\_\_\_\_ .**

**Commission File No. 1-13783**

**INTEGRATED ELECTRICAL SERVICES, INC.  
(Exact name of registrant as specified in its charter)**

**Delaware  
(State or other jurisdiction of  
incorporation or organization)**

**76-0542208  
(I.R.S. Employer  
Identification No.)**

**1800 West Loop South  
Suite 500  
Houston, Texas**

**77027-3233  
(zip code)**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (713) 860-1500**

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  NO

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):  
Large accelerated filer  Accelerated filer  Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).  
Yes  NO

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes  NO

The number of shares outstanding as of May 8, 2006 of the issuer's common stock was 36,795,336 and of the issuer's restricted voting common stock was 2,605,709.



**Explanatory Note**

On May 10, 2006, Integrated Electrical Services, Inc. (the Company ) filed its Quarterly Report on Form 10-Q for the quarter ended March 31, 2006 (the Original Form 10-Q ). The Company is filing this Amendment No. 1 to its Original Form 10-Q solely to correct the date of the quarter end in the certifications of the Chief Executive Officer and the Chief Financial Officer, which are restated and filed as Exhibits 32.1 and 32.2 hereto, respectively.

Rule 12b-15 under the Exchange Act provides that any amendment to a report required to be accompanied by the certifications specified in Rule 13a-14(a) or 15d-14(a) must be accompanied by new certifications of the principal executive officer and principal financial officer. These certifications, which are unchanged from the certifications as originally filed with the Original Form 10-Q, are therefore also included as Exhibits 31.1 and 31.2.

This Amendment No. 1 does not reflect events occurring after the filing of the Original Form 10-Q and, other than the filing of restated certifications as Exhibits 32.1 and 32.2 and the certifications as Exhibits 31.1 and 31.2, does not modify or update the disclosure in the Original Form 10-Q.

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**INTEGRATED ELECTRICAL SERVICES, INC. AND SUBSIDIARIES**  
**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 thereunto duly authorized, who has signed this report on behalf of the Registrant and as the principal financial officer of the Registrant.

Integrated Electrical Services, Inc.

Date: May 11, 2006

By: /S/ David A. Miller

**David A. Miller**  
**Senior Vice President and**  
**Chief Financial Officer**

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**Exhibit Index**

- 31.1\* Rule 13a-14(a)/15d-14(a) Certification of C. Byron Snyder, Chief Executive Officer
- 31.2\* Rule 13a-14(a)/15d-14(a) Certification of David A. Miller, Chief Financial Officer
- 32.1\* Section 1350 Certification of C. Byron Snyder, Chief Executive Officer
- 32.2\* Section 1350 Certification of David A. Miller, Chief Financial Officer

\* Filed herewith