

DIGITAL ANGEL CORP  
Form NT 10-Q  
May 16, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 12b-25  
NOTIFICATION OF LATE FILING

SEC FILE NUMBER:  
**1-15177**

CUSIP NUMBER:  
**253830103**

(CHECK ONE):    Form 10-K                       Form 20-F                       Form 11-K                       Form 10-Q                       Form N-SAR

For Period        **March 31, 2002**  
Ended:

- Transition Report on Form 10-K
  - Transition Report on Form 20-F
  - Transition Report on Form 11-K
  - Transition Report on Form 10-Q
  - Transition Report on Form N-SAR
- For the Transaction Period Ended:

**NOTHING IN THIS FORM SHALL BE CONSTRUED TO IMPLY THAT THE COMMISSION HAS VERIFIED ANY INFORMATION CONTAINED HEREIN.**

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

**PART I - REGISTRANT INFORMATION**

**Digital Angel Corporation**  
Full Name of Registrant

**Medical Advisory Systems, Inc.**

Former Name if Applicable

**490 Villaume Avenue**

Address of Principal Executive Office (Street and Number)

**South St. Paul, Minnesota 55075**

City, State and Zip Code

**PART II - RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- ý(a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- o(b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K or Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
- o(c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

**PART III - NARRATIVE**

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.

On May 14, 2002, Grant Thornton LLP notified the Registrant that it was resigning as the Registrant's certifying public accountant prior to completion of its review of the Registrant's Quarterly Report on Form 10-Q for the quarter ended March 31, 2002. Grant Thornton informed the Registrant that it was resigning as a result of disagreement between Grant Thornton and Applied Digital Solutions, Inc. (ADS), the beneficial owner of approximately 77% of the Registrant's issued and outstanding common stock, concerning ADS's financial statements for the quarter ended March 31, 2002. Accordingly, the Registrant is unable to file its Form 10-Q within the prescribed filing deadline without, among other things, unreasonable effort and expense.

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**PART IV - OTHER INFORMATION**

(1) Name and telephone number of person to contact in regard to this notification

**James P. Santelli**  
(Name)

**(651)**  
(Area Code)

**552-6325**  
(Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).

Yes  No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes  No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

**Digital Angel Corporation**  
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date May 15, 2002

By

/s/ James P. Santelli  
James P. Santelli  
Vice President - Finance, Chief Financial  
Officer

**INSTRUCTION:** The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

**ATTENTION**  
**INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT**  
**CONSTITUTE FEDERAL CRIMINAL VIOLATIONS**  
**(SEE 18 U.S.C. 1001).**

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