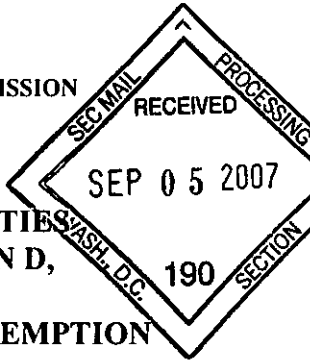


FORM D

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

1100820



OMB APPROVAL
OMB Number: 3235-0076
Expires: April 30, 2008
Estimated average burden
hours per response... 16.00

FORM D
NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY
Prefix | Serial
DATE RECEIVED

Name of Offering ([] check if this is an amendment and name has changed, and indicate change.)

Advanced Communications Technologies, Inc.

Filing Under (Check box(es) that apply): [] Rule 504 [] Rule 505 [x] Rule 506 [] Section 4(6) [] ULOE

Type of Filing: [x] New Filing [] Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer [] check if this is an amendment and name has changed, and indicate change.)

Advanced Communications Technologies, Inc.

Address of Executive Offices (Number and Street, City, State, Zip Code)
420 Lexington Avenue, New York, NY 10170

Telephone Number (Including Area Code)
(646) 227-1600

Address of Principal Business Operations (Number and Street, City, State, Zip Code)
(if different from Executive Offices)

Telephone Number (Including Area Code)

Brief Description of Business

Reverse logistics technology after market service and supply chain

Type of Business Organization

- [x] corporation [] limited partnership, already formed [] other (please specify): limited liability company
[] business trust [] limited partnership, to be formed

PROCESSED

Actual or Estimated Date of Incorporation or Organization: Month Year
[0][4] [9][8] [x] Actual [] Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State;
CN for Canada; FN for other foreign jurisdiction) [F][L]

SEP 11 2007

**THOMSON
FINANCIAL**

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that apply: Promoter Beneficial Owner and Manager Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Danson, Wayne I.

Business or Residence Address (Number and Street, City, State, Zip Code)

420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Donahue, John E.

Business or Residence Address (Number and Street, City, State, Zip Code)

420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Miller, Stephen J.

Business or Residence Address (Number and Street, City, State, Zip Code)

420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Ball, John G.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner* Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Black, John R. (*may be deemed to be a beneficial owner due to his position as a Managing Director of H.I.G. Capital, L.L.C., an affiliate of ACT-DE, LLC)

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Ketteler, Thomas R.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Nolan, IV, William J.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Wedren, Gerald E.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Roche, Wilbank J.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o 420 Lexington Avenue, New York, NY 10170

Check Box(es) that apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

ACT-DE LLC*

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o H.I.G. Capital L.L.C., 855 Boylston Street, 11th Floor, Boston MA 02116

*The following affiliates of ACT-DE, LLC may also be deemed to be beneficial owners of more than 10% of a class of equity securities of the issuer: H.I.G.-ACT, LTD., H.I.G. Investment Group III, L.P., H.I.G. Associates III, L.P., H.I.G.-Capital Partners III, L.P., H.I.G. Advisors III, L.L.C., H.I.G.-GPII, Inc., Anthony Tamer and Sami W. Mnaymneh. The address of the principal business and principal office of each of H.I.G.-ACT, LTD., H.I.G. Associates III, L.P. and H.I.G. Investment Group III, L.P. is PO Box 309, Uglan House, South Church Street, Georgetown, Grand Cayman Cayman Islands. The address for all other above-listed affiliates is the same as listed above for ACT-DE, LLC.

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No
[X] []
 Answer also in Appendix, Column 2, if filing under ULOE.
2. What is the minimum investment that will be accepted from any individual? \$⁽¹⁾
3. Does the offering permit joint ownership of a single unit? Yes No
[] [X]
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

Janney Montgomery Scott, LLC ⁽²⁾

Business or Residence Address (Number and Street, City, State, Zip Code)

1801 Market Street, Philadelphia, PA 19103-1675

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

(1) There was no started minimum investment. The minimum investment actually accepted from any investor varied with respect to the different securities sold as follows: \$67,986 in Series A-2 Convertible Preferred Stock; \$5,430 in Series C Convertible Preferred Stock; \$79,245 in Series D Convertible Preferred Stock; and \$206,416 in the form of a convertible promissory note. See footnote 3 on next page for a description of the various types of issuances

(2) Janney Montgomery Scott, LLC ("JMS") served as investment banker to the issuer and received a commission in connection with the sale of the Series C Preferred Convertible Stock to five investors in Massachusetts and the sale of Series D Convertible Preferred Stock to three investors in Florida. The five Massachusetts investors included four institutional investors and the legal counsel of one of the institutional investors. The three Florida investors were the owner and two other officers of Vance Baldwin, Inc., the business acquired by the issuer.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$ 1,206,416 ⁽³⁾	\$ 1,206,416 ⁽³⁾
Equity	\$ 7,001,946 ⁽³⁾	\$ 7,001,946 ⁽³⁾
[X] Common [X] Preferred		
Convertible Securities (including warrants)	\$ (3)	\$ (3)
Partnership Interests	\$	\$
Other (Specify _____)	\$	\$
Total	\$ 8,208,362 ⁽³⁾	\$ 8,208,362 ⁽³⁾

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	9	\$ 8,129,117 ⁽³⁾
Non-accredited Investors	1	\$ 79,245 ⁽³⁾
Total (for filings under Rule 504 only).....	\$	\$

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505	_____	\$ _____
Regulation A	_____	\$ _____
Rule 504	_____	\$ _____
Total		\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	[]	\$ _____
Printing and Engraving Costs	[]	\$ _____
Legal Fees	[x]	\$ 250,000
Accounting Fees	[]	\$ _____
Engineering Fees	[]	\$ _____
Sales Commissions (specify finders' fees separately) JMS investment banking fee.....	[x]	\$ 550,000
Other Expenses (identify) see ⁽⁴⁾ on following page.....	[x]	\$ 525,000
Total	[x]	\$ 1,325,000

(3) The sales of securities described herein were in connection with the issuer's recapitalization, which included the acquisition of a new operating subsidiary. Specifically, the sales described herein include: (i) 188.85 shares of the issuer's Series A-2 Convertible Preferred Stock issued to one accredited investor in payment of accrued but unpaid interest on an outstanding promissory note; (ii) 1,000 shares of the issuer's Series C Convertible Preferred Stock issued to five accredited investors for aggregate consideration of \$6,300,000; (iii) 1,000 shares of the issuer's Series D Convertible Preferred Stock issued as partial consideration for the issuer's acquisition of all outstanding equity interests in Vance Baldwin, Inc. ("VB"), which shares had an estimated market value of approximately \$633,960 and which shares were issued to the former owner of VB and two of VB's employees (one of whom was not an accredited investor); (iv) a convertible promissory note in the amount of \$1,000,000 issued to the former owner of VB as partial consideration for the issuer's acquisition of VB as described in (iii) above; and (v) a convertible promissory note in the amount of \$206,416 issued to Eckert Seamans Cherin & Mellott, LLC, the issuer's counsel and an accredited investor. This filing covers the securities described above, as well as the shares of the issuer's common stock into which such securities are convertible.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the “adjusted gross proceeds to the issuer.” \$ 6,883,362

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b above.


		Payments to Officers, Directors, & Affiliates		Payments to Others
Salaries and fees.....	[]	\$ _____	[]	\$ _____
Purchase of real estate	[]	\$ _____	[]	\$ _____
Purchase, rental or leasing and installation of machinery and equipment.....	[]	\$ _____	[]	\$ _____
Construction or leasing of plant buildings and facilities	[]	\$ _____	[]	\$ _____
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	[]	\$ _____	[X]	\$ <u>3,283,362</u>
Repayment of indebtedness	[]	\$ _____	[X]	\$ <u>3,600,000</u>
Working capital	[]	\$ _____	[]	\$ _____
Other (specify): _____	[]	\$ _____	[]	\$ _____

Column Totals	[]	\$ _____	[x]	\$ <u>6,883,362</u>
Total Payments Listed (column totals added)			[x]	\$ <u>6,883,362</u>

(4) Represents investment banking/supplemental management fee paid to affiliate of the majority holder of Series C Preferred Stock in connection with such holder's purchase of Series C Preferred Stock and the management and investment advisory agreements which the issuer entered into with such affiliate.

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Advanced Communications Technologies, Inc.	Signature 	Date September 4, 2007
Name of Signer (Print or Type) John E. Donahue	Title of Signer (Print or Type) Vice President and Chief Financial Officer	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.).

END