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

FORM 10-Q

(Mark One)

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

For the quarterly period ended June 30, 2015

or

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

For the transition period from __________________ to __________________

Commission file number: 000-54887

Bright Mountain Acquisition Corporation
(Exact name of registrant as specified in its charter)

Florida	**27-2977890**
(State or other jurisdiction of incorporation or organization)	*(I.R.S. Employer Identification No.)*
6400 Congress Avenue, Suite 2050, Boca Raton, Florida	**33487**
(Address of principal executive offices)	*(Zip Code)*

561-998-2440
(Registrant's telephone number, including area code)

not applicable
(Former name, former address and former fiscal year, if changed since last report)

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 has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). ☑ Yes ☐ No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☐	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☑

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

As of August 4, 2015 the issuer had 35,200,059 shares of its common stock outstanding.

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

Various statements in this report contain or may contain forward-looking statements that are subject to known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements were based on various factors and were derived from utilizing numerous assumptions and other factors that could cause our actual results to differ materially from those in the forward-looking statements. These factors include, but are not limited to:

- our history of losses and our ability to continue as a going concern,
- our limited operating history,
- our ability to raise capital,
- our dependence on our relationships with Amazon, eBay and PayPal,
- acquisitions of new businesses and our ability to integrate those businesses into our operations,
- dependence on Chief Executive Officer and our ability to hire qualified personnel,
- third party content,
- possible problems with our network infrastructure,
- the illiquid nature of our common stock,
- the impact of Federal securities laws on the trading in our common stock once a market is established,
- control of our company by our management,
- our corporate governance practices,
- dilution to our shareholders from the conversion of outstanding shares of preferred stock and the payment of dividends on those shares in shares of our common stock, and
- the ability of our board of directors to issue shares of our blank check preferred stock.

Most of these factors are difficult to predict accurately and are generally beyond our control. You should consider the areas of risk described in connection with any forward-looking statements that may be made herein. Readers are cautioned not to place undue reliance on these forward-looking statements and readers should carefully review this report, our Annual Report on Form 10-K for the year ended December 31, 2014, as amended, and our other filings with the Securities and Exchange Commission in their entirety. Except for our ongoing obligations to disclose material information under the Federal securities laws, we undertake no obligation to release publicly any revisions to any forward-looking statements, to report events or to report the occurrence of unanticipated events. These forward-looking statements speak only as of the date of this report, and you should not rely on these statements without also considering the risks and uncertainties associated with these statements and our business.

OTHER PERTINENT INFORMATION

Unless specifically set forth to the contrary, when used in this report the terms “Bright Mountain", the “Company,” "we", "us", "our" and similar terms refer to Bright Mountain Acquisition Corporation, a Florida corporation formerly known as Bright Mountain Holdings, Inc., and its subsidiaries. In addition, when used in this report, “second quarter of 2015” refers to the three months ended June 30, 2015, “second quarter of 2014” refers to the three months ended June 30, 2014, “2015” refers to the year ending December 31, 2015 and “2014” refers to the year ended December 31, 2014.

Unless specifically set forth to the contrary, the information which appears on our website at www.bmaq.com is not part of this report.

PART 1 - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

BRIGHT MOUNTAIN ACQUISITION CORPORATION AND SUBSIDIARIES
(formerly known as Bright Mountain Holdings, Inc., and subsidiaries)
CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30, 2015 *(unaudited)*	December 31, 2014
ASSETS		
Current Assets		
Cash	$ 289,370	$ 590,236
Accounts Receivable	13,317	4,110
Prepaid Costs and Expenses	62,391	86,298
Inventories	996,244	776,448
Total Current Assets	1,361,322	1,457,092
Fixed Assets, net	38,589	38,074
Website Acquisition Assets, net	796,586	443,222
Other Assets	13,047	12,580
Total Assets	**$ 2,209,544**	**$ 1,950,968**
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable	$ 277,144	$ 270,323
Premium Finance Loan Payable	2,629	47,866
Total Liabilities	279,773	318,189
Commitments and contingencies (Note 6)		
Shareholders' equity		
Preferred stock, par value $0.01, 20,000,000 shares authorized, 5,200,000 issued and 4,400,000 outstanding respectively		
Series A, 2,000,000 shares designated, 1,900,000 and 1,600,000 shares issued and outstanding	19,000	16,000
Series B, 1,000,000 shares designated, 1,000,000 and 1,000,000 shares issued and outstanding	10,000	10,000
Series C, 2,000,000 shares designated, 1,800,000 and 1,800,000 shares issued and outstanding	18,000	18,000
Series D, 2,000,000 shares designated, 500,000 and 0 shares issued and outstanding	5,000	—
Common stock, par value $.01, 324,000,000 shares authorized, 34,760,059 issued 34,400,059 outstanding, and 33,483,234 issued 33,123,234 outstanding, respectively	347,600	334,832
Treasury Stock (360,000 shares)	(2,501)	(2,501)
Additional paid-in-capital	6,739,315	5,741,109
Accumulated Deficit	(5,206,643)	(4,484,661)
Total shareholders' equity	1,929,771	1,632,779
Total liabilities and shareholders' equity	**$ 2,209,544**	**$ 1,950,968**

See accompanying notes to unaudited condensed consolidated financial statements

BRIGHT MOUNTAIN ACQUISITION CORPORATION AND SUBSIDIARIES
(formerly known as Bright Mountain Holdings, Inc., and subsidiaries)
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
(Unaudited)

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
Product Sales	$ 323,848	$ 226,488	$ 585,572	$ 429,318
Revenues from Services	48,099	25,305	96,458	35,846
Total Revenue	371,947	251,793	682,030	465,164
Cost of sales	271,809	179,916	459,919	339,777
Gross profit	100,138	71,877	222,111	125,387
Selling, general and administrative expenses	487,473	477,202	943,215	889,995
Loss from operations	(387,335)	(405,325)	(721,104)	(764,608)
Other income (expense)				
Interest income	5	14	13	34
Interest expense	(446)	—	(891)	—
Total other income (expense), net	(441)	14	(878)	34
Net loss before taxes	(387,776)	(405,311)	(721,982)	(764,574)
Income taxes	—	—	—	—
Net Loss	**(387,776)**	**(405,311)**	**(721,982)**	**(764,574)**
Preferred stock dividends				
Series A, Series B, Series C & Series D preferred	72,642	62,152	145,458	90,289
Total preferred stock dividends	72,642	62,152	145,458	90,289
Net loss attributable to common shareholders	**$ (460,418)**	**$ (467,463)**	**$ (867,440)**	**$ (854,863)**
Basic and diluted net loss per share	**$ (0.01)**	**$ (0.01)**	**$ (0.02)**	**$ (0.02)**
Weighted average shares outstanding – Basic and diluted	**39,046,279**	**35,033,234**	**36,285,718**	**34,668,006**

See accompanying notes to unaudited condensed consolidated financial statements

BRIGHT MOUNTAIN ACQUISITION CORPORATION AND SUBSIDIARIES
(formerly known as Bright Mountain Holdings, Inc., and subsidiaries)
CONDENSED CONSOLIDATED STATEMENTS OF CHANGE IN SHAREHOLDERS' EQUITY
For the six months ended June 30, 2015
(Unaudited)

	Preferred Stock		Common Stock		Additional Paid-in	Treasury	Accumulated	Total Shareholders'
	Shares	Amount	Shares	Amount	Capital	Shares	Deficit	Equity
Balance -December 31, 2014	**4,400,000**	**$ 44,000**	**33,123,234**	**$ 334,832**	**$5,741,109**	**$ (2,501)**	**$ (4,484,661)**	**$ 1,632,779**
Common stock issued for services ($.75/share)			57,400	574	36,776			37,350
Sale of common stock for cash ($.50/share) pursuant to Subscription Agreement			580,000	5,800	284,200			290,000
Sale of Series A preferred stock for cash ($.50/share) pursuant to Subscription Agreement	300,000	3,000			147,000			150,000
Sale of Series D preferred stock for cash ($.50/share) pursuant to Subscription Agreement	500,000	5,000			245,000			250,000
Common stock issued for 10% dividend payment pursuant to Series A preferred stock Subscription Agreements			160,000	1,600	(1,600)			—
Common stock issued for 10% dividend payment pursuant to Series B preferred stock Subscription Agreements			100,000	1,000	(1,000)			—
Common stock issued for 10% dividend payment pursuant to Series C preferred stock Subscription Agreements			29,425	294	(294)			—
Stock option compensation expense					29,124			29,124
Common Stock issued for acquisitions ($0.75/share)			350,000	3,500	259,000			262,500
Net loss for the six months ended June 30, 2015							(721,982)	(721,982)
Balance – June 30, 2015	**5,200,000**	**$ 52,000**	**34,400,059**	**$ 347,600**	**$6,739,315**	**$ (2,501)**	**$ (5,206,643)**	**$ 1,929,771**

See accompanying notes to unaudited condensed consolidated financial statements

BRIGHT MOUNTAIN ACQUISITION CORPORATION AND SUBSIDIARIES
(formerly known as Bright Mountain Holdings, Inc., and subsidiaries)
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

	For the Six Months Ended June 30,	
	2015	**2014**
Cash flows from operating activities:		
Net Loss	$ (721,982)	$ (764,574)
Adjustments to reconcile net loss to net cash used in operations:		
Depreciation	6,757	5,332
Amortization	86,136	52,849
Stock option compensation expense	29,124	41,325
Common stock issued for services	37,350	12,500
Changes in operating assets and liabilities:		
Accounts Receivable	(9,207)	(3,778)
Inventory	(219,795)	(218,871)
Prepaid costs and expenses	23,908	5,676
Other assets	(467)	—
Accounts payable	(17,181)	(6,588)
Net cash used in operating activities	(785,357)	(876,129)
Cash flows from investing activities:		
Purchase of fixed assets	(7,272)	(7,517)
Purchase of websites	(153,000)	(352,000)
Net cash used in investing activities	(160,272)	(359,517)
Cash flows from financing activities:		
Sale of common stock	290,000	625,000
Sale of Preferred stock	400,000	50,000
Payments on premium finance loan	(45,237)	(23,798)
Net cash provided by financing activities	644,763	651,202
Net decrease in cash	(300,866)	(584,444)
Cash at beginning of period	590,236	1,162,632
Cash at end of period	**$ 289,370**	**$ 578,188**
Supplemental Disclosure of Cash Flow Information		
Cash paid for:		
Interest	$ 890	$ —
Income Taxes	$ —	$ —
Non-Cash Investing and financing activities		
Common stock issued for purchase of websites	$ 262,500	$ —

See accompanying notes to unaudited condensed consolidated financial statements

NOTE 1 – NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Nature of Operations

Bright Mountain Acquisition Corporation and subsidiaries, formerly known as Bright Mountain Holdings, Inc., and subsidiaries ("BMAQ" or the "Company," "we," "us," "our", "Bright Mountain") is a Florida corporation formed on May 20, 2010. Its wholly owned subsidiaries, Bright Mountain LLC, and The Bright Insurance Agency, LLC, were formed as Florida limited liability companies in May 2011.

The Bright Insurance Agency, LLC was formerly known as Five Peaks, LLC. On September 25, 2013 Five Peaks, LLC filed Articles of Amendment to the Articles of Organization with the State of Florida to amend its entity name to The Bright Insurance Agency, LLC.

The Company is a media holding company of online assets. We sell various products through our proprietary websites and retail location, and through third party e-commerce distributor portals. Our websites provide content designed to attract and retain targeted Internet audiences. We generate revenues from two segments, product sales and services. Services consists of advertising revenue and subscription revenue. Our advertising revenue is generated primarily through the display of paid listings as well as display advertisements appearing on our websites.

Our websites contain a number of sections with demographically oriented information including originally written news content, blogs, forums, career information, and video. Our websites are:

- BMAQ.com;
- Bootcamp4me.com;
- Bootcamp4me.org;
- Brightwatches.com;
- Certifiedwolfhunter.com;
- Coastguardnews.com;
- Fdcareers.com;
- Fireaffairs.com;
- FireFightingNews.com;
- Gopoliceblotter.com;
- JQPublicblog.com;
- Leoaffairs.com;
- PopularMilitary.com;
- Teacheraffairs.com;
- Thebravestonline.com;
- Thebright.com;
- USMCLife.com;
- Wardocumentaryfilms.com;
- Welcomehomeblog.com; and
- 360fire.com

Basis of Presentation

The interim unaudited condensed consolidated financial statements included herein have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”). In the opinion of the Company’s management, all adjustments necessary to present fairly the consolidated results of operations and cash flows for the six months ended June 30, 2015, and the consolidated financial position as of June 30, 2015 have been made. The results of operations for such interim period is not necessarily indicative of the operating results expected for the full year.

In connection with the preparation of its Form 10-Q in the Second quarter of 2015, the Company identified an error in the loss attributable to common stockholders on the June 30, 2014 form 10-Q. The Company considered guidance in ASC 250, including ASC 250-10-S99 SEC, formerly Staff Accounting Bulletin Release Topic 1.M, *Materiality* (“SAB 99”), and SEC Staff Accounting Bulletin Release Topic 1.N, *Considering the Effect of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements* (“SAB 108”), and concluded that the error did not constitute a material change to its previously issued consolidated financial statements. However, in order to accurately reflect the preferred stock dividends in the appropriate period, the Company has restated the loss available to common stockholders for the three and six months ended June 30, 2014. The identified error did not have any effect on the balance sheet, statement of stockholders equity or statement of cashflows. The balances for the three and six month periods have been adjusted to reflect the adjustment as if it had been made in the correct period.

The table below describes the impact on the loss attributable to common stockholders for the changes described above:

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	Restated 2014	As reported 2014	Restated 2014	As reported 2014
Net Loss	$ (405,311)	$ (405,311)	$ (764,574)	$ (764,574)
Preferred stock dividends	62,152	—	90,289	10,617
Net Loss attributable to common stockholders	$ (467,463)	$ (405,311)	$ (854,863)	$ (774,191)

Principles of Consolidation

The interim unaudited condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, Bright Mountain LLC and The Bright Insurance Agency, LLC. All significant intercompany transactions and balances have been eliminated in consolidation.

Use of Estimates

Our condensed consolidated financial statements are prepared in accordance with Accounting Principles Generally Accepted in the United States ("GAAP"). These accounting principles require management to make certain estimates, judgments, and assumptions. We believe that the estimates, judgments, and assumptions upon which we rely are reasonable based upon information available to us at the time that these estimates, judgments, and assumptions are made. These estimates, judgments, and assumptions can affect the reported amounts of assets and liabilities as of the date of our consolidated financial statements as well as reported amounts of revenue and expenses during the periods presented. Our condensed consolidated financial statements would be affected to the extent there are material differences between these estimates and actual results. In many cases, the accounting treatment of a particular transaction is specifically dictated by GAAP and does not require management's judgment in its application. There are also areas in which management's judgment in selecting any available alternative would not produce a materially different result. Significant estimates included in the accompanying condensed consolidated financial statements include the fair value of acquired assets for purchase price allocation in business combinations, valuation of inventory, valuation of intangible assets, estimates of amortization period for intangible assets, estimates of depreciation period for fixed assets, valuation of equity based transactions, and the valuation allowance on deferred tax assets.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents.

Fair Value of Financial Instruments and Fair Value Measurements

The Company measures its financial assets and liabilities in accordance with GAAP. For certain of our financial instruments, including cash, accounts payable, accrued expenses, and the short-term portion of long-term debt, the carrying amounts approximate fair value due to their short maturities.

We adopted accounting guidance for financial and non-financial assets and liabilities in accordance with ASC 820 "Fair Value Measurements and Disclosures." This standard defines fair value, provides guidance for measuring fair value and requires certain disclosures. This standard does not require any new fair value measurements, but rather applies to all other accounting pronouncements that require or permit fair value measurements. This guidance does not apply to measurements related to share-based payments. This guidance discusses valuation techniques, such as the market approach (comparable market prices), the income approach (present value of future income or cash flow), and the cost approach (cost to replace the service capacity of an asset or replacement cost). The guidance utilizes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The following is a brief description of those three levels:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices that are observable, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

Accounts Receivable

Accounts receivable are recorded at fair value on the date revenue is recognized. The Company provides allowances for doubtful accounts for estimated losses resulting from the inability of its customers to repay their obligation. If the financial condition of the Company's customers were to deteriorate, resulting in an impairment of their ability to repay, additional allowances may be required. The Company provides for potential uncollectible accounts receivable based on specific customer identification and historical collection experience adjusted for existing market conditions. If market conditions decline, actual collection experience may not meet expectations and may result in decreased cash flows and increased bad debt expense.

The policy for determining past due status is based on the contractual payment terms of each customer, which are generally net 30 or net 60 days. Once collection efforts by the Company and its collection agency are exhausted, the determination for charging off uncollectible receivables is made.

Inventories

Inventories are stated at the lower of cost or market using the first in, first out (FIFO) method. Provisions have been made to reduce excess or obsolete inventories to their net realizable value.

Revenue Recognition

The Company recognizes revenue on our products in accordance with ASC 605-10, "Revenue Recognition in Financial Statements". Under these guidelines, revenue is recognized on sales transactions when all of the following exist: persuasive evidence of an arrangement did exist; delivery of product has occurred; the sales price to the buyer is fixed or determinable; and collectability is reasonably assured. The Company has several revenue streams generated directly from its website and specific revenue recognition criteria for each revenue stream is as follows:

- Sale of merchandise directly to consumers: The Company's product sales are recognized either FOB shipping point or FOB destination, dependent on the customer. Revenues are therefore recognized at point of ownership transfer, accordingly.
- Advertising revenue is received directly form companies who pay the Company a monthly fee for advertising space.
- Advertising revenues are generated by users "clicking" on website advertisements utilizing several ad network partners: Revenues are recognized, on a net basis, upon receipt of payment by the ad network partner since the revenue is not determinable until it is received.
- Subscription revenues are generated by the sale of access to career postings on one of our websites. The term of the subscriptions range from one month to twelve months. Revenues are recognized, on a net basis, over the term of the subscription period. All sales are final per the subscription Terms of Use.

The Company follows the guidance of ASC 605-50-25, "Revenue Recognition, Customer Payments". Accordingly, any incentives received from vendors are recognized as a reduction of the cost of products included in inventories. Promotional products or samples given to customers or potential customers are recognized as a cost of goods sold. Cash incentives provided to our customers are recognized as a reduction of the related sale price, and, therefore, are a reduction in sales.

Cost of Sales

Components of costs of sales include product costs, shipping costs to customers and any inventory adjustments.

Shipping and Handling Costs

The Company includes shipping and handling fees billed to customers as revenues and shipping and handling costs for shipments to customers as cost of revenues.

Sales Return Reserve Policy

Our return policy generally allows our end users to return purchased products for refund or in exchange for new products. We estimate a reserve for sales returns, if any, and record that reserve amount as a reduction of sales and as a sales return reserve liability. Sales to consumers on our web site generally may be returned within a reasonable period of time.

Product Warranty Reserve Policy

The Company is a retail distributor of products and warranties are the responsibility of the manufacturer. Therefore, the Company does not record a reserve for product warranty

Property and Equipment

Property and equipment is recorded at cost. Depreciation is computed using the straight-line method based on the estimated useful lives of the related assets of seven years for office furniture and equipment, and five years for computer equipment. Leasehold improvements, if any, would be amortized over the lesser of the lease term or the useful life of the improvements. Expenditures for maintenance and repairs along with fixed assets below our capitalization threshold of $500 are expensed as incurred.

Website Development Costs

The Company accounts for its website development costs in accordance with ASC 350-50 "Website Development Costs". These costs, if any, are included in intangible assets in the accompanying condensed consolidated financial statements or expensed immediately if the Company cannot support recovery of these costs from positive future cash flows.

ASC 350-50 requires the expensing of all costs of the preliminary project stage and the training and application maintenance stage and the capitalization of all internal or external direct costs incurred during the application and infrastructure development stage. Upgrades or enhancements that add functionality are capitalized while other costs during the operating stage are expensed as incurred. The Company amortizes the capitalized website development costs over an estimated life of five years.

As of June 30, 2015 and June 30, 2014, all website development costs have been expensed.

Amortization and Impairment of Long-Lived Assets

Amortization and impairment of long-lived assets are non-cash expenses relating primarily to website acquisitions. The Company accounts for long-lived assets in accordance with the provisions of ASC 360-10 "Accounting for the Impairment or Disposal of Long-Lived Assets." This statement requires that long-lived assets and certain identifiable intangibles be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

Website acquisition costs are amortized over five years. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell. While it is likely that we will have significant amortization expense as we continue to acquire websites, we believe that intangible assets represent costs incurred by the acquired website to build value prior to acquisition and the related amortization and impairment charges of assets, if applicable, are not ongoing costs of doing business. Non-cash impairment loss is included in selling, general and administrative expenses on the accompanying statement of operations. For the three months ended June 30, 2015 and June 30, 2014, non-cash impairment expense was $0 and $0 respectively. For the six months ended June 30, 2015 and June 30, 2014, non-cash amortization expense was $86,136 and $52,849 respectively.

ASC 360-10 requires the review of the residual value and useful life of long-lived assets and certain identifiable intangibles at least at each financial year end. The Company revised the useful life of its website acquisition assets with effect from January 1, 2015. The revision was accounted for prospectively as a change in accounting estimates and as a result, the Company’s website acquisition assets costs are amortized over five years.

Stock-Based Compensation

The Company accounts for stock-based instruments issued to employees for services in accordance with ASC Topic 718 "Compensation – Stock Compensation." ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity based compensation issued to employees. The value of the portion of an employee award that is ultimately expected to vest is recognized as an expense over the requisite service periods using the straight-line attribution method. The Company accounts for non-employee share-based awards in accordance with the measurement and recognition criteria of ASC Topic 505-50, "Equity-Based Payments to Non-Employees". The Company estimates the fair value of stock options by using the Black-Scholes option-pricing model. Non-cash stock-based stock option compensation is expensed over the requisite service period and are included in selling, general and administrative expenses on the accompanying condensed consolidated statement of operations. For the six months ended June 30, 2015 and June 30, 2014, non-cash stock-based stock option compensation expense was $29,124 and $41,325, respectively.

Advertising, Marketing and Promotion Costs

Advertising, marketing and promotion expenses are expensed as incurred and are included in selling, general and administrative expenses on the accompanying statement of operations. For the six months ended June 30, 2015 and June 30, 2014, advertising, marketing and promotion expense was $14,537 and $68,873, respectively.

Income Taxes

We use the asset and liability method to account for income taxes. Under this method, deferred income taxes are determined based on the differences between the tax basis of assets and liabilities and their reported amounts in the consolidated financial statements which will result in taxable or deductible amounts in future years and are measured using the currently enacted tax rates and laws. A valuation allowance is provided to reduce net deferred tax assets to the amount that, based on available evidence, is more likely than not to be realized.

The Company follows the provisions of ASC 740-10 "Accounting for Uncertain Income Tax Positions." tax returns are filed, it is highly certain that some positions taken would be sustained upon examination by the taxing authorities, while others are subject to uncertainty about the merits of the position taken or the amount of the position that would be ultimately sustained. In accordance with the guidance of ASC 740-10, the benefit of a tax position is recognized in the financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions. Tax positions that meet the more-likely-than-not recognition threshold are measured as the largest amount of tax benefit that is more than 50 percent likely of being realized upon settlement with the applicable taxing authority. The portion of the benefits associated with tax positions taken that exceeds the amount measured as described above should be reflected as a liability for unrecognized tax benefits in the accompanying consolidated balance sheets along with any associated interest and penalties that would be payable to the taxing authorities upon examination.

As of June 30, 2015, tax years 2014, 2013, and 2012 remain open for IRS audit. The Company has received no notice of audit or any notifications from the IRS for any of the open tax years.

Basic and Diluted Net Earnings (Loss) Per Common Share

In accordance with ASC 260-10 "Earnings Per Share", basic net earnings (loss) per common share is computed by dividing the net earnings (loss) for the period by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share are computed using the weighted average number of common and dilutive common stock equivalent shares outstanding during the period. As of June 30, 2015 and June 30, 2014 there were approximately 1,605,000 and 1,470,000 common stock equivalent shares outstanding as stock options, respectively and 5,200,000 and 2,600,000 common stock equivalents from the conversion of preferred stock, respectively. Equivalent shares were not utilized as the effect is anti-dilutive.

Segment Information

In accordance with the provisions of ASC 280-10 "Disclosures about Segments of an Enterprise and Related Information," the Company is required to report financial and descriptive information about its reportable operating segments. The Company has two identifiable operating segments based on the activities of the Company in accordance with the ASC 28-10. The Company's two segments are product sales and services as of June 30, 2015. The product sales segment sells merchandise to customers thorough e-commerce distributor portals and directly to consumers through our proprietary websites and retail location. The services segment is focused on producing advertising revenue generated by users "clicking" on website advertisements utilizing several ad network partners and direct advertisers and subscription revenue generated by the sale of access to career postings on one of our websites.

Recent Accounting Pronouncements

In June 2014, FASB issued Accounting Standards Update ("ASU") No. 2014-09, "Revenue from Contracts with Customers". The update gives entities a single comprehensive model to use in reporting information about the amount and timing of revenue resulting from contracts to provide goods or services to customers. The proposed ASU, which would apply to any entity that enters into contracts to provide goods or services, would supersede the revenue recognition requirements in Topic 605 "Revenue Recognition," and most industry-specific guidance throughout the Industry Topics of the Codification. Additionally, the update would supersede some cost guidance included in Subtopic 605-35 "Revenue Recognition – Construction-Type and Production-Type Contracts." The update removes inconsistencies and weaknesses in revenue requirements and provides a more robust framework for addressing revenue issues and more useful information to users of financial statements through improved disclosure requirements. In addition, the update improves comparability of revenue recognition practices across entities, industries, jurisdictions, and capital markets and simplifies the preparation of financial statements by reducing the number of requirements to which an entity must refer. The update is effective for annual reporting periods beginning after December 15, 2016, including interim periods within that reporting period. This updated guidance is not expected to have a material impact on our results of operations, cash flows or financial condition.

In June 2014, the FASB issued ASU 2014-12, "Compensation - Stock Compensation (Topic 718): Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could be Achieved after the Requisite Service Period." This ASU provides more explicit guidance for treating share-based payment awards that require a specific performance target that affects vesting and that could be achieved after the requisite service period as a performance condition. The new guidance is effective for annual and interim reporting periods beginning after December 15, 2015. We do not expect the adoption of this guidance to have a material impact on the consolidated financial statements.

In August 2014, the FASB issued ASU No. 2014-15, "Presentation of Financial Statements - Going Concern", which requires management to evaluate, at each annual and interim reporting period, whether there are conditions or events that raise substantial doubt about the entity's ability to continue as a going concern within one year after the date the financial statements are issued and provide related disclosures. ASU 2014-15 is effective for annual periods ending after December 15, 2016 and interim periods thereafter. Early application is permitted. The adoption of ASU 2014-15 is not expected to have a material effect on the condensed consolidated financial statements.

All other newly issued accounting pronouncements, but not yet effective, have been deemed either immaterial or not applicable.

NOTE 2 - GOING CONCERN

The accompanying condensed consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company sustained a net loss of $721,982 and used cash in operating activities of $785,357 for the six months ended June 30, 2015. The Company had an accumulated deficit of $5,206,643 at June 30, 2015. These factors raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The Company's continuation as a going concern is dependent upon its ability to generate revenues and its ability to continue receiving investment capital and loans from related parties to sustain its current level of operations.

Management plans to continue to raise additional capital through private placements and is exploring additional avenues for future fund-raising through both public and private sources.

The condensed consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 – ACQUISITIONS

As previously disclosed in our Annual Report on Form 10-K for the year ending December 31, 2014, as amended, on April 1, 2015, the Company entered into Website Asset Purchase Agreement to purchase USMCLife.com. As consideration for the purchase, the Company paid $50,000 and issued 250,000 shares of its common stock with a fair value of $187,500. In conjunction with the Website Asset Purchase Agreement, the Company also entered into a Website Management Agreement. Under the terms of the Website Management Agreement, which expires on December 31, 2017, the Company agreed to pay $30,000 per year for full-time services in managing the USMCLife.com website. The acquisition was accounted following ASC 805 "Business Combination". The operations of the website prior to the Company's acquisition were immaterial; therefore, pro forma information will not be presented. There were no costs of acquisition incurred as a result of this purchase.

As previously disclosed in our Annual Report on Form 10-K for the year ending December 31, 2014, as amended, on April 1, 2015, the Company entered into a Website Asset Purchase Agreement to purchase JQPublic-Blog.com for an aggregate purchase price of $102,000. The purchase price consisted of a cash payment of $27,000, payable at a rate of $1,500 per month beginning on the closing date, and 100,000 shares of the Company's common stock with a fair value of $75,000. The asset acquisition was accounted for as a purchase of assets in accordance with Rule 11-01 (d) of Regulation S-X and ASC 805-10-55-4. There were no costs of acquisition incurred as a result of the asset purchase.

As previously disclosed in our Quarterly Report on Form 10-Q for the three months ended March 31, 2015, on April 14, 2015, the Company entered into a Website Asset Purchase Agreement to purchase FireFightingNews.com for a purchase price of $50,000 in cash. The acquisition was accounted following ASC 805 "Business Combination". The operations of the website prior to the Company's acquisition were immaterial; therefore, pro forma information was presented. There were no costs of acquisition incurred as a result of this purchase.

On June 1, 2015, the Company entered into a Website Asset Purchase Agreement to purchase CertifiedWolfHunter.com for a purchase price of $50,000. The purchase price consisted of a cash payment of $50,000, payable at closing. The asset acquisition was accounted for as a purchase of assets in accordance with Rule 11-01 (d) of Regulation S-X and ASC 805-10-55-4. There were no costs of acquisition incurred as a result of the asset purchase.

At June 30, 2015 and December 31, 2014, website acquisition assets consisted of the following:

	June 30, 2015	December 31, 2014
Website Acquisition Assets	$ 1,029,728	$ 614,944
Less: Accumulated Amortization	(233,142)	(147,006)
Less: Impairment Loss	—	(24,716)
Website Acquisition Assets, net	$ 796,586	$ 443,222

Non-cash amortization expense for the six months ending June 30, 2015 and June 30, 2014 was $86,136 and $52,849 respectively.

As previously disclosed, on January 30, 2015, the Company entered into a non-binding letter of intent to purchase all of the assets of Military Media, Inc., Military Direct Marketing, Inc., and Military Interactive Media, Inc. The transaction is subject to the negotiation and execution of a definitive agreement and the satisfaction of certain closing conditions. The January 30, 2015 letter of intent expired in March 2015.

On April 1, 2015, the Company entered into a new non-binding letter of intent to purchase all of the assets of Military Media, Inc., Military Direct Marketing, Inc., and Military Interactive Media, Inc. The closing of the transaction was subject to the negotiation and execution of a definitive agreement and the satisfaction of certain closing conditions. The letter of intent terminated 90 days from April 1, 2015 and no new non-binding letter of intent has been entered into by the Company.

NOTE 4 – INVENTORIES

At June 30, 2015 and December 31, 2014 inventories consisted of the following:

	June 30, 2015	December 31, 2014
Product Inventory: Other	$ 2,686	$ 6,488
Product Inventory: Clocks & Watches	993,558	769,960
Total Inventory Balance	$ 996,244	$ 776,448

NOTE 5 – SEGMENT INFORMATION

The Company has two identifiable segments as of June 30, 2015; products and services. The products segment sells merchandise to customers thorough e-commerce distributor portals and directly to consumers through our proprietary websites and retail location. The services segment is focused on producing advertising revenue generated by users "clicking" on website advertisements utilizing several advertising network partners and direct advertisers and subscription revenue generated by the sale of access to career postings on one of our websites.

The following information represents segment activity for the three and six months ended June 30, 2015. Comparable information is not presented for the respective periods in 2014 as the Company only had one identifiable segment in the respective 2014 periods:

	For the three months ended June 30, 2015			For the six months ended June 30, 2015		
	Products	Services	Total	Products	Services	Total
Revenues	$ 323,848	$ 48,099	$ 371,947	$ 585,572	$ 96,458	$ 682,030
Amortization	$ —	$ 45,801	$ 45,801	$ —	$ 86,136	$ 86,136
Depreciation	$ 2,979	$ 442	$ 3,421	$ 5,795	$ 962	$ 6,757
Loss from operations	$ (286,424)	$ (100,911)	$ (387,335)	$ (522,400)	$ (198,704)	$ (721,104)
Segment Assets	$ 1,381,335	$ 828,209	$ 2,209,544	$ 1,381,335	$ 828,209	$ 2,209,544

The following information represents further detail on segment revenues for the three and six months ended June 30, 2015 and 2014:

	Three Months Ended (unaudited)		Six Months Ended (unaudited)	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Revenue:				
Direct Product Sales	$ 24,607	$ 3,041	$ 40,757	$ 3,094
Distributor Product Sales	$ 299,241	$ 223,447	$ 544,815	$ 426,224
Services	$ 48,099	$ 25,305	$ 96,458	$ 35,846
Total Revenue	$ 371,947	$ 251,793	$ 682,030	$ 465,164

NOTE 6 – COMMITMENTS AND CONTINGENCIES

Leases

The Company leases its corporate offices at 6400 Congress Avenue, Suite 2050, Boca Raton, Florida 33487 under a long-term non-cancellable lease agreement, which contains renewal options. The lease, which was entered into on August 25, 2014 was amended on July 30, 2015 to increase the original approximate 2,014 square feet to approximately 4,450 square feet. The term of the lease was extended and will terminate on March 14, 2019 at a current base rent of for a term of approximately $8,978 per month for the first twelve months with a 3% escalation each year. An additional security deposit of $2,500 was required. Rent is all-inclusive and includes electricity, heat, air-conditioning, and water. The original rent commencement date is October 11, 2014 and will expire on March 14, 2019.

Legal

From time-to-time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of June 30, 2015, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of our operations.

Other Commitments

The Company entered into an Executive Employment Agreement with our Chief Executive Officer, with an effective date of June 1, 2014. Under the terms of this agreement, the Company will compensate the Chief Executive Officer with a base salary of $75,000 annually, and he is entitled to receive discretionary bonuses as may be awarded by the Company's Board of Directors from time to time. The initial term of the agreement is three years, and the Company may extend it for an additional one-year period upon written notice at least 180 days prior to the expiration of the term.

The Chief Executive Officer's base salary was increased to $96,000 annual effective July 1, 2015 upon recommendation of the compensation committee.

The agreement will terminate upon the Chief Executive Officer's death or disability. In the event of a termination upon his death, the Company is obligated to pay his beneficiary or estate an amount equal to one year base salary plus any earned bonus at the time of his death. In the event the agreement is terminated as a result of his disability, as defined in the agreement, he is entitled to continue to receive his base salary for a period of one year. The Company is also entitled to terminate the agreement either with or without case, and the Chief Executive Officer is entitled to voluntarily terminate the agreement upon one year's notice to the Company. In the event of a termination by the Company for cause, as defined in the agreement, or voluntarily by the Chief Executive Officer, the Company is obligated to pay him the base salary through the date of termination. In the event the Company terminates the agreement without cause, the Company is obligated to give him one years' notice of the Company's intent to terminate and, at the end of the one year period, pay an amount equal to two times his annual base salary together with any bonuses which may have been earned as of the date of termination. A constructive termination of the agreement will also occur if the Company materially breaches any term of the agreement or if a successor company to Bright Mountain Acquisition Corporation fails to assume the Company's obligations under the employment agreement. In that event, the Chief Executive Officer will be entitled to the same compensation as if the Company terminated the agreement without cause.

The employment agreement contains customary non-compete and confidentiality provisions. The Company also agreed to indemnify the Chief Executive Officer pursuant to the provisions of the Company's Amended and Restated Articles of Incorporation and Restated By-laws.

NOTE 7 – RELATED PARTIES

During the six months ended June 30, 2015, a related party founder purchased 200,000 shares of the Company's Series A Stock for $100,000.

During the six months ended June 30, 2015, a related party purchased 500,000 shares of the Company's Series D Stock for $250,000.

During the six months ended June 30, 2015, a related party founder purchased 540,000 shares of the Company's common stock for $270,000.

During the six months ended June 30, 2015, a related party purchased 40,000 shares of the Company's common stock for $20,000.

During the six months ended June 30, 2015, a related party purchased 100,000 shares of the Company's Series A Stock for $50,000.

NOTE 8 – SHAREHOLDERS' EQUITY

Preferred Stock

The Company authorized 20,000,000 shares of preferred stock with a par value of $0.01.

At a meeting of the Board of Directors, held on November 1, 2013, the directors approved the designation of two million (2,000,000) shares of the Preferred Stock as 10% Series A Convertible Preferred Stock ("**Series A Stock**") and authorized the issuance of the Series A Stock. Holders of the Series A Stock shall be entitled to the payment of a 10% dividend payable in shares of the Corporation's common stock at a rate of one share of Common Stock for each ten shares of Series A Stock. Dividends shall be payable annually the tenth business day of January. Each holder of Series A Stock may convert all or part of the Series A Stock into shares of common stock on a share for share basis. Series A Stock shall rank superior to all other classes of stock upon liquidation. Each share of Series A Stock shall automatically convert to common shares five years from the date of issuance or upon a change in control. On the tenth business day of January 2015 there were 160,000 shares of common stock dividends owed and payable to the Series A Stockholders of record as dividends on the Series A Stock. On January 10, 2015, the Company issued 160,000 shares of common stock due Series A Stockholders. As of June 30, 2015, there were 80,219 shares of common stock dividends accrued but not earned until the tenth business day of January 2016 to the Series A Stockholders as dividends on the Series A Stock.

During the six months ended June 30, 2015, the Company raised additional capital of $100,000 through issuance of 200,000 shares of its Series A Stock pursuant to the same private placement. The shares were issued to the Company's founder and CEO.

During the six months ended June 30, 2015, the Company raised additional capital of $50,000 through issuance of 100,000 shares of its Series A Stock pursuant to the same private placement. The shares were issued to a related party.

At a meeting of the Board of Directors, held on December 23, 2013, the directors approved the designation of one million (1,000,000) shares of the Preferred Stock as 10% Series B Convertible Preferred Stock ("**Series B Stock**") and authorized the issuance of the Series B Stock. Holders of the Series B Stock shall be entitled to the payment of a 10% dividend payable in shares of the Corporation's common stock at a rate of one share of common stock for each ten shares of Series B Stock. Dividends shall be payable annually the tenth business day of January. Each holder of Series B Stock may convert all or part of the Series B Stock into shares of common stock on a share for share basis. Series B Stock shall rank superior to all common stock upon liquidation. Each share of Series B Stock shall automatically convert to common shares five years from the date of issuance or upon a change in control. On the tenth business day of January 2015 there were 100,000 shares of common stock owed and payable to the Series B stockholders as dividends on the Series B Stock. On January 10, 2015, the Company issued 100,000 shares of common stock due Series B Stockholder. As of June 30, 2015, there were 46,575 shares of common stock accrued but not earned until the tenth business day of January 2016 to the Series B Stockholder as dividends on the Series B Stock.

At a meeting of the Board of Directors, held on September 22, 2014, the directors approved the designation of two million (2,000,000) shares of the Preferred Stock as 10% Series C Convertible Preferred Stock ("**Series C Stock**") and authorized the issuance of the Series C Stock. Holders of the Series C Stock shall be entitled to the payment of a 10% dividend payable in shares of the Corporation's common stock at a rate of one share of common stock for each ten shares of Series C Stock. Dividends shall be payable annually the tenth business day of January. Each holder of Series C Stock may convert all or part of the Series C Stock into shares of common stock on a share for share basis. Series C Stock shall rank superior to all common stock upon liquidation. Each share of Series C Stock shall automatically convert to common shares five years from the date of issuance or upon a change in control. On the tenth business day of January 2015 there were 29,425 shares of common stock owed and payable to the Series C stockholders as dividends on the Series C Stock. On January 10, 2015, the Company issued 29,425 shares of common stock due Series C Stockholder. As of June 30, 2015, there were 83,836 shares of common stock accrued but not earned until the tenth business day of January 2016 to the Series C Stockholder as dividends on the Series C Stock.

At a meeting of the Board of Directors, held on March 20, 2015, the directors approved the designation of two million (2,000,000) shares of the Preferred Stock as 10% Series D Convertible Preferred Stock ("**Series D Stock**") and authorized the issuance of the Series D Stock. Holders of the Series D Stock shall be entitled to the payment of a 10% dividend payable in shares of the Corporation's common stock at a rate of one share of common stock for each ten shares of Series D Stock. Dividends shall be payable annually the tenth business day of January. Each holder of Series D Stock may convert all or part of the Series D Stock into shares of common stock on a share for share basis. Series D Stock shall rank superior to all common stock upon liquidation. Each share of Series D Stock shall automatically convert to common shares five years from the date of issuance or upon a change in control. As of June 30, 2015, there were 13,151 shares of common stock accrued but not earned until the tenth business day of January 2016 to the Series D Stockholder as dividends on the Series D Stock.

During the six months ended June 30, 2015, the Company raised additional capital of $250,000 through issuance of 500,000 shares of its Series D Stock pursuant to the same private placement. The shares were issued to a related party.

Series A, B, C and D Stock are also subject to adjustment of the conversion terms due to future mergers, sales and stock splits, if any.

Common Stock

A) Stock issued for services

On January 19, 2015, the Company entered into an agreement with an employee, wherein the employee elected to receive 400 shares of the Company common stock at a fair value of $0.75 per share, or $300, in lieu of a bonus.

On May 1, 2015, the Company entered into an agreement with an employee, wherein the employee elected to receive 2,000 shares of the Company common stock at a fair value of $0.65 per share, or $1,300, in lieu of a bonus.

On May 22, 2015, the Company issued to a law firm 50,000 shares of its common stock at $0.65 per share, or $32,500, for services rendered. The Company valued these common shares based on the fair value at the date of grant.

On May 28, 2015, the Company issued to a consultant 5,000 shares of its common stock at $0.65 per share, or $3,250, for services rendered. The Company valued these common shares based on the fair value at the date of grant.

B) Stock issued for dividends

During the six months ended June 30, 2015, the Company issued 289,425 shares of its common stock as dividends to the holders of its Series A, Series B, and Series C Stock only. Holders of the Series A, Series B, Series C, and Series D Stock are entitled to the payment of a 10% dividend payable in shares of the Company's common stock at a rate of one share of common stock for each ten shares of Series A, Series B, Series C, or Series D Stock. Dividends shall be payable annually the tenth business day of January. Holders of Series D Stock are entitled to payment of 10% dividend payable in shares of the Company's common stock on the tenth business day of January commencing in 2016.

C) Stock issued for acquisitions

During the six months ended June 30, 2015, the Company issued 350,000 shares of its common stock for the acquisition of two websites. The Company valued these common shares at $262,500 or $0.75 per share, based on the fair value on the date of the acquisitions.

D) Stock issued for cash

During the six months ended June 30, 2015, the Company raised additional capital through issuance of common stock pursuant to a private placement whereby $290,000 in capital was raised through the issuance of 580,000 shares of common stock at $0.50 per share.

Stock Incentive Plan and Stock Option Grants to Employees and Directors

The Company accounts for stock option compensation issued to employees for services in accordance with ASC Topic 718. ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity based compensation issued to employees. The value of the portion of an employee award that is ultimately expected to vest is recognized as an expense over the requisite service periods using the straight-line attribution method. The Company accounts for non-employee share-based awards in accordance with the measurement and recognition criteria of ASC Topic 505-50,"Equity-Based Payments to Non-Employees." The Company estimates the fair value of stock options by using the Black-Scholes option-pricing model.

Stock options issued to consultants and other non-employees as compensation for services provided to the Company are accounted for based on the fair value of the services provided or the estimated fair market value of the option, whichever is more reliably measurable in accordance with ASC 505 "Equity" and ASC 718*,* including related amendments and interpretations. The related expense is recognized over the period the services are provided.

Stock Option Plans

The Company has adopted three stock option plans, the terms of which are substantially identical. The purpose of each plan is to provide an incentive to attract and retain directors, officers, consultants, advisors and employees whose services are considered valuable, to encourage a sense of proprietorship and to stimulate an active interest of such persons into our development and financial success. Under each plan, the Company is authorized to issue incentive stock options intended to qualify under Section 422 of the Code, non-qualified stock options, stock appreciation rights, performance shares, restricted stock and long-term incentive awards. The Compensation Committee of the Company's board of directors administers each plan. The material terms of each option which may be granted under each plan will contain the following terms: (i) that the purchase price of each share purchasable under an incentive option shall be determined by the Committee at the time of grant, (ii) the term of each option shall be fixed by the Committee, but no option shall be exercisable more than 10 years after the date such option is granted, and (iii) in the absence of any option vesting periods designated by the Committee at the time of grant, options shall vest and become exercisable in terms and conditions, consistent with the plan, as may be determined by the Committee and specified in the grant instrument.

On April 20, 2011, the Company's board of directors and majority stockholder adopted the 2011 Stock Option Plan (the "2011 Plan"), to be effective on January 3, 2011. The Company has reserved for issuance an aggregate of 900,000 shares of common stock under the 2011 Plan. The maximum aggregate number of shares of Company stock that shall be subject to Grants made under the Plan to any individual during any calendar year shall be 180,000 shares. As of June 30, 2015, 81,000 shares were remaining under the 2011 Plan for future issuance.

On April 1, 2013, the Company's board of directors and majority stockholder adopted the 2013 Stock Option Plan (the "2013 Plan"), to be effective on April 1, 2013. The Company has reserved for issuance an aggregate of 900,000 shares of common stock under the 2013 Plan. The maximum aggregate number of shares of Company stock that shall be subject to grants made under the 2013 Plan to any individual during any calendar year shall be 180,000 shares. During the year ended December 31, 2014, 129,000 shares of common stock under the 2013 Plan were forfeited. As of June 30, 2015, 44,000 shares were remaining under the 2013 Plan for future issuance.

On May 22, 2015, the Company's board of directors adopted the 2015 Stock Option Plan (the "2015 Plan"), to be effective on May 22, 2015. Effective August 3, 2015, and as disclosed in the Company's Information Statement on Schedule 14C, the Company's majority shareholders ratified the adoption of the 2015 Plan. The Company has reserved for issuance an aggregate of 1,000,000 shares of common stock under the 2015 Plan. The maximum aggregate number of shares of Company stock that shall be subject to grants made under the 2015 Plan to any individual during any calendar year shall be 100,000 shares. As of June 30, 2015, 1,000,000 shares were remaining under the 2015 Plan for future issuance.

On March 23, 2015 the Company granted 40,000 ten-year stock options, which have an exercise price of $0.75 per share to a director. The aggregate fair value of these options was computed at $17,223 or $0.4306 per option.

The Company estimates the fair value of share-based compensation utilizing the Black-Scholes option pricing model, which is dependent upon several variables such as the expected option term, expected volatility of our stock price over the expected option term, expected risk-free interest rate over the expected option term, expected dividend yield rate over the expected option term, and an estimate of expected forfeiture rates.

The Company believes this valuation methodology is appropriate for estimating the fair value of stock options granted to employees and directors, which is subject to ASC Topic 718 requirements. These amounts are estimates and thus may not be reflective of actual future results, nor amounts ultimately realized by recipients of these grants. The Company recognizes share-based compensation expense on a straight-line basis over the requisite service period for each award. The following table summarizes the assumptions the Company utilized to record compensation expense for stock options granted during the six months ended June 30, 2015 and 2014:

Assumptions:	June 30, 2015	June 30, 2014
Expected term (years)	6.25	6.25
Expected volatility	63%	80%
Risk-free interest rate	.38%	0.01% - 2.07%
Dividend yield	0%	0%
Expected forfeiture rate	0%	0%

The expected life is computed using the simplified method, which is the average of the vesting term and the contractual term. The expected volatility is based on an average of similar public companies historical volatility. The risk-free interest rate is based on the U.S. Treasury yields with terms equivalent to the expected term of the related option at the time of the grant. Dividend yield is based on historical trends. While the Company believes these estimates are reasonable, the compensation expense recorded would increase if the expected life was increased, a higher expected volatility was used, or if the expected dividend yield increased.

The Company recorded $15,390 and $15,563 stock option expense for the three months ended June 30, 2015 and June 30, 2014 respectively. The Company recorded $29,124 and $41,325 stock option expense for the six months ended June 30, 2015 and June 30, 2014 respectively. The $29,124 non-cash stock option expense for the six months ended June 30, 2015 has been recognized as a component of general and administrative expenses in the accompanying unaudited condensed consolidated financial statements.

As of June 30, 2015 there were total unrecognized compensation costs related to non-vested share-based compensation arrangements of $72,091 to be recognized through June 2019.

The grant date weighted average for fair values of options granted in 2015 is $ 0.43 per option.

A summary of the Company's stock option activity during the six months ended June 30, 2015 is presented below:

	Number of Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value
Balance Outstanding, December 31, 2014	1,565,000	$ 0.31	7.3	$ 349,983
Granted	40,000	0.75	—	—
Exercised	—	—	—	—
Forfeited	—	—	—	—
Expired	—	—	—	—
Balance Outstanding, June 30, 2015	1,605,000	$ 0.31	7.3	349,983
Exercisable at June 30, 2015	1,088,500	$ 0.21	6.3	$ 316,786

Summarized information with respect to options outstanding under the three option plans at June 30, 2015 is as follows:

	Options Outstanding			Options Exercisable	
Range or Exercise Price	Number Outstanding	Remaining Average Contractual Life (In Years)	Weighted Average Exercise Price	Number Exercisable	Weighted Average Exercise Price
0.14 - 0.78	1,605,000	7.1	$ 0.31	1,088,500	$ 0.21
	1,605,000	7.1	$ 0.31	1,088,500	$ 0.21

NOTE 9 – CONCENTRATIONS

The Company purchases a substantial amount of its products from two vendors; Citizens Watch Company of America, Inc., and Bulova Corporation. During the three months ended June 30, 2015, purchases from Citizens accounted for 39% and purchases from Bulova accounted for 22%, of the total products purchased as compared to 60% and 32%, respectively for the three months ended June 30, 2014. During the six months ended June 30, 2015, purchases from Citizens accounted for 39% and purchases from Bulova accounted for 26%, of the total products purchased as compared to 64% and 29%, respectively for the six months ended June 30, 2014. Although we have added additional product vendors in the past twelve month period, and we continue to expand our product line and vendor relationships, due to continued high concentration and reliance on these two vendors, the loss of one of these two vendors could adversely affect the Company's operations.

The Company sells many of its products through various e-commerce distribution portals, which include Amazon and eBay. During the three months ended June 30, 2015, these two distributor portals accounted for 78% and 2%, respectively of our total revenue. During the six months ended June 30, 2015, these two distributor portals accounted for 77% and 3%, respectively of our total revenue. Although our direct product sales has increased to 7% of total revenue as compared to 1% for the three months ended June 30, 2015 and 6% of total revenue as compared to <1% for the six months ended June 30, 2015, due to the high concentration and reliance on these two e-commerce distributor portals, the loss of a working relationship with either of these two distributor portals could adversely affect the Company's operations.

A substantial amount of payments for our products sold are processed through PayPal. A disruption in PayPal payment processing could have an adverse effect on the Company's operations and cash flow.

The Company obtained approximately 57% of its advertising revenue for the three months ended June 30, 2015 from a third-party provider, namely Google AdSense. Paid listings are priced on a price per click basis and when a user submits a search query and then clicks on a Google AdSense paid listing displayed in response to the query, Google bills the advertiser that purchased the paid listing directly and shares a portion of the fee charged to the advertiser with the Company. The Company's remaining 43% of advertising revenue was from direct advertising and subscriptions.

Credit Risk

The Company minimizes the concentration of credit risk associated with its cash by maintaining its cash with high quality federally insured financial institutions. However, cash balances in excess of the FDIC insured limit of $250,000 are at risk. At June 30, 2015 and December 31, 2014, respectively, the Company had cash balances above the FDIC insured limit of approximately $0 and $173,933 respectively. The Company performs ongoing evaluations of its trade accounts receivable customers and generally does not require collateral.

Concentration of Funding

During the six months ended June 30, 2015 the Company's funding was provided by the sale of shares of the Company's preferred stock to a related party officer and director, as well as to a principal shareholder.

NOTE 10 – SUBSEQUENT EVENTS

As previously disclosed, the Company entered into an Executive Employment Agreement with our Chief Executive Officer, with an effective date of June 1, 2014. Under the terms of this agreement, the Company will compensate the Chief Executive Officer with a base salary of $75,000 annually, and he is entitled to receive discretionary bonuses as may be awarded by the Company's Board of Directors from time to time. The initial term of the agreement is three years, and the Company may extend it for an additional one-year period upon written notice at least 180 days prior to the expiration of the term. The Company increased the Chief Executive Officer's annual base salary to $96,000 effective July 1, 2015 upon recommendation of the Compensation Committee.

The Chief Financial Officer's annual base salary was increased to $80,000 effective July 1, 2015 upon recommendation of the Compensation Committee.

On July 2, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $100,000 in capital was raised through the issuance of 200,000 shares of common stock at $0.50 per share.

On July 2, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $50,000 in capital was raised through the issuance of 100,000 shares of common stock at $0.50 per share to a director.

On July 7, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $100,000 in capital was raised through the issuance of 200,000 shares of common stock at $0.50 per share to a director.

On July 15, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $50,000 in capital was raised through the issuance of 100,000 shares of common stock at $0.50 per share to a director.

On July 22, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $50,000 in capital was raised through the issuance of 100,000 shares of common stock at $0.50 per share.

On July 30, 2015, the Company entered into a lease addendum to increase the original approximate 2,014 square feet of its corporate offices in Boca Raton, FL to approximately 4,450 square feet. The term of the lease was extended and will terminate on March 14, 2019 at a current base rent of approximately $8,978 per month for the first twelve months with a 3% escalation each year. An additional security deposit of $2,500 was required. Rent is all-inclusive and includes electricity, heat, air-conditioning, and water. The original rent commencement date is October 11, 2014 and will expire on March 14, 2019.

On August 3, 2015, the Company raised additional capital through the issuance of its common stock pursuant to a private placement whereby $50,000 in capital was raised through the issuance of 100,000 shares of common stock at $0.50 per share.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

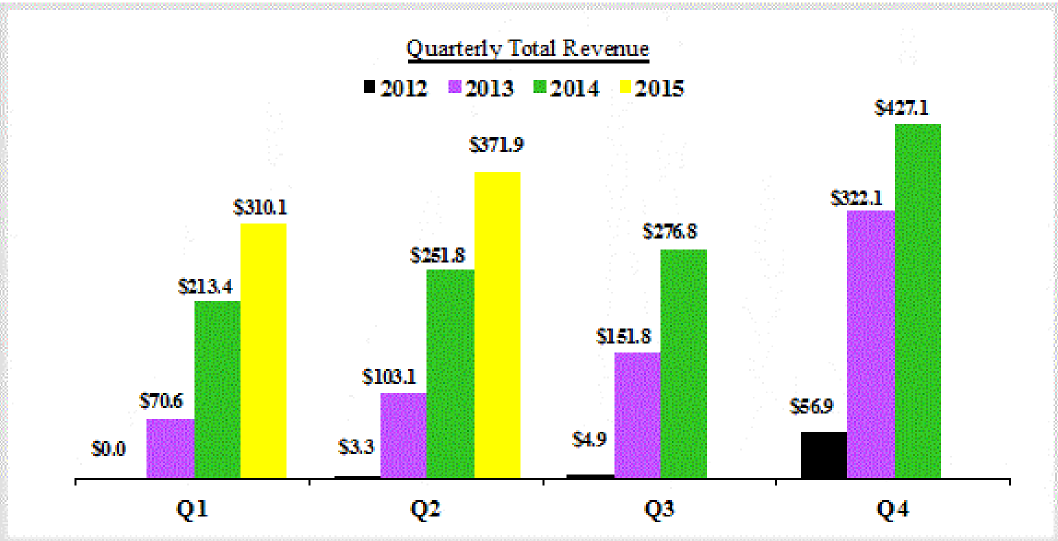
The following discussion of our unaudited condensed consolidated financial condition and results of operations for the three and six months ended June 30, 2015 and 2014 should be read in conjunction with the unaudited condensed consolidated financial statements and the notes to those statements that are included elsewhere in this report. Our discussion includes forward-looking statements based upon current expectations that involve risks and uncertainties, such as our plans, objectives, expectations and intentions. Actual results and the timing of events could differ materially from those anticipated in these forward-looking statements as a result of a number of factors, including those set forth under Item 1A. Risk Factors in our Annual Report on Form 10-K for the year ended December 31, 2014, as amended, as filed with the Securities and Exchange Commission. We use words such as “anticipate,” “estimate,” “plan,” “project,” “continuing,” “ongoing,” “expect,” “believe,” “intend,” “may,” “will,” “should,” “could,” and similar expressions to identify forward-looking statements.

Overview

We are a media holding company for online assets primarily targeted to the military and public safety sectors. We own and manage websites, which are customized to provide our niche users, including active, reserve and retired military, law enforcement, and fire fighters with information and news that which believe may be of interest to them. We generate revenues from two segments, product sales and services, which consists of advertising revenue and subscriptions. Within our product sales segment, we generate product sales revenue through e-commerce distributors portals such as Amazon and eBay, and direct sales though proprietary websites and a retail location.

We have grown from one website in March 2013 to 20 websites today, including our corporate website and TheBright.com. Of the 20 websites currently in our portfolio, 17 were acquired; six were acquired in 2013, seven were acquired in 2014, and four were acquired in 2015. Additionally, we own the website BrightWatches.com which we developed and operate. Our strategy is to continue to build scale and also expand our reach to our chosen demographic. We hired a digital sales manager July 1, 2015 with the goal of increasing the level of e-commerce of our websites.

The following table provides comparative information on the quarterly growth in our revenues over the periods presented:



Bright Mountain plans to continue to grow its business through organic growth and acquisitions. The Bright Mountain strategy is to concentrate its marketing and development primarily to military and public safety audiences.

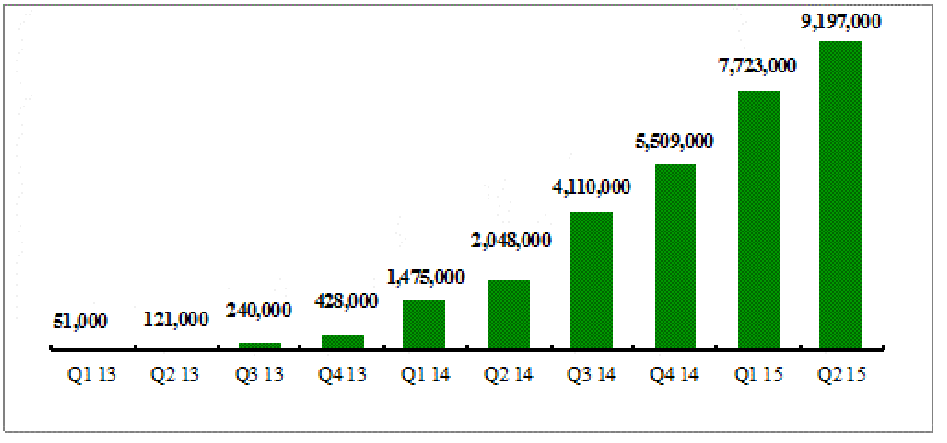
Although our selling, general and administrative expenses increased by 6% for the six months ended June 30, 2015 as compared to the six months ended June 30, 2014, our total revenue increased by 47% and our gross profit increased by 77% for the six months ended June 30, 2015 compared to the six months ending June 30, 2014. Further, revenue from services, comprised of advertising revenue and subscriptions, increased by 169% for the six months ended June 30, 2015 as compared to the six months ended June 30, 2014. Our direct product sales and our e-commerce distributor product sales increased 1,217% and 28% respectively for the six months ended June 30, 2015 as compared to the six months ended June 30, 2014. These increases are being powered by website traffic increases of over 380% for the six months ended June 30, 2015 as compared to the six months ended June 30, 2014 as a result of organic growth and acquisitions.

Website Traffic (Visitors)

	Q1	Q2	Q3	Q4
2013	51,000	121,000	240,000	428,000
2014	1,475,000	2,048,000	4,110,000	5,509,000
2015	7,723,000	9,197,000		

The following table provides information on the quarterly traffic to our proprietary websites over the periods presented:

Website Traffic (Visitors)



While the Department of Defense and military and civilian personnel payroll outlays have increased in recent years, in part due to rising U.S. health-care costs, the number of personnel employed by the Department of Defense has declined. These economic factors could likely have an impact on expendable income within our target demographics, which could also have an effect on advertisers' spending budgets for our demographics. Conversely, we believe that an increase in governmental defense budgets could have a positive result.

We believe that advertising and marketing budgets continue to grow with digital marketing and advertising channels having budget increases where traditional print channels are likely to continue to see budget reductions. Management continues to focus its efforts on continued growth of our digital media reach through organic growth and acquisitions of strategic websites consistent with its niche market.

We are committed to continue to add websites to our portfolio in 2015 and beyond with additional Internet properties that will fit strategically into our business objectives, subject to the availability of sufficient capital.

Going Concern

For the six months ended June 30, 2015, we reported a net loss of $721,982, cash used in operating activities of $785,357 and we had an accumulated deficit of $5,206,643 at June 30, 2015. The report of our independent registered public accounting firm on our audited consolidated financial statements at December 31, 2014 and 2013 and for the years then ended contains an explanatory paragraph regarding substantial doubt of our ability to continue as a going concern based upon our net losses, cash used in operations and accumulated deficit. These factors, among others, raise substantial doubt about our ability to continue as a going concern. Our unaudited condensed consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. There are no assurances we will be successful in our efforts to generate revenues or report profitable operations or to continue as a going concern, in which event investors would lose their entire investment in our company.

Results of operations for the three and six months ended June 30, 2015 compared to the three and six months ended June 30, 2014

Revenue

The following table provides information regarding the revenues attributable to each our reportable segments for the three and six months ended June 30, 2015 and 2014:

	Three Months Ended (unaudited)			Six Months Ended (unaudited)		
	June 30, 2015	June 30, 2014	% Increase	June 30, 2015	June 30, 2014	% Increase
Revenue:						
Product Sales	$ 323,848	$ 226,488	43%	$ 585,572	$ 429,318	36%
Revenue from Services	$ 48,099	$ 25,305	90%	$ 96,458	$ 35,846	169%
Total Revenue	$ 371,947	$ 251,793	48%	$ 682,030	$ 465,164	47%

The following table provides information on the growth in revenues in our product sales segment, which are attributable to e-commerce distributor sales and our direct sales of our products through our proprietary websites and our retail location:

	Three Months Ended June 30, (unaudited)			Six Months Ended June 30. (unaudited)		
	2015	2014	% Increase	2015	2014	% Increase
Revenue:						
Direct Product Sales	$ 24,607	$ 3,041	709%	$ 40,757	$ 3,094	1,217%
Distributor Product Sales	$ 299,241	$ 223,447	34%	$ 544,815	$ 426,224	28%
Services	$ 48,099	$ 25,305	90%	$ 96,458	$ 35,845	169%
Total Revenue	$ 371,947	$ 251,793	48%	$ 682,030	$ 465,163	47%

The increase in both our direct product sales and revenues from services reflects the impact of increased visitor traffic as a result of additional websites acquired during 2014 and to date in 2015, and organic growth from cross traffic to our full family of sites. The increase in distributor product sales reflects the impact of expanded product lines.

Cost of sales: We recognize cost of sales related to our product sales segment. Cost of sales, as a percentage of total revenue, was 73% for the three months ended June 30, 2015 as compared to 71% for the three months ended June 30, 2014 and cost of sales, as a percentage of total revenue was 67% for the six months ended June 30, 2015 as compared to 73% for the same period 2014.

Selling, general and administrative expenses: Our total selling, general and administrative expenses for the three months ended June 30, 2015 increased 2% from the three months ended June 30, 2014. Selling, general and administrative expenses for the six months ended June 30, 2015 increased 6% from the six months ended June 30, 2014. The increases in total selling, general and administrative expenses in each period can be attributed to ongoing implementation of our business plan and our need to add employees to manage our growth. Non-cash amortization of our website acquisition assets, increased 46% for the three months ended June 30, 2015 as compared to the three months ended June 30, 2014, and increased 63% for the six months ended June 30, 2015 as compared to the six months ended June 30, 2014. The following expenses represent the other material increases in our total selling, general and administrative expenses for the three and six months ended June 30, 2015 from the comparable periods in 2014;

- payroll, payroll taxes, and employee medical expenses increased by 11% and 15% for the three and six months ended June 30, 2015;
- rent increased by 35% for each of the three and six months ended June 30, 2015;
- insurance expense increased by 120% and 117% for the three and six months ended June 30, 2015; and
- non-cash amortization expense, which represents amortization of the Company's website acquisition assets, increased by 46% and 63% for the three and six months ended June 30, 2015.

While our total revenue increased by 48% and 47% for the second quarter of 2015 and the six months then ended, respectively, as compared to 2014 periods, our total selling, general and administrative expense increased by 2% and 6%, respectively. While our gross profit decreased to 27% of total revenue for the three months ended June 30, 2015 as compared to 33% for the three months ended June 30, 2014, our gross profit for the six months ended June 30, 2015 increased to 33% of total revenue as compared to 27% for the same period in 2014.

Liquidity and capital resources

Liquidity is the ability of a company to generate sufficient cash to satisfy its needs for cash. As of June 30, 2015 we had $289,370 in cash and cash equivalents and working capital of $1,081,549, as compared to cash and cash equivalents of $590,236 in cash and cash equivalents and working capital of $1,138,903 at December 31, 2014. Our principal sources of operating capital have been equity financings. During the six months ended June 30, 2015 we raised $690,000 in capital through the sale of our securities.

We continue to use our working capital to purchase additional websites. During the six months ended June 30, 2015, we purchased four websites for an aggregate amount of $439,500; $262,500 through the issuance of 350,000 shares of the Company's common stock and $177,000 is cash. Of the $177,000 in cash, $157,500 had been paid as of June 30, 2015 with the remaining $19,500 to be paid at a rate of $1,500 per month for 13 months as further described under Note 3 of the unaudited condensed consolidated financial statements appearing earlier in this report. Presently, our average total monthly operating overhead is approximately $157,000 of which, approximately $137,000 is cash operating overhead. As we continue to grow our business we expect that our monthly cash operating overhead will continue to increase as we add personnel, although we are not able at this time to quantify the amount of this expected increase.

While we generated revenues of $682,030 for the six months ended June 30, 2015, we do not anticipate that we will generate sufficient revenue to fund our operations for the next 12 months and we will need to raise additional working capital of at least $1,200,000. We do not have any firm commitments for this necessary capital and there are no assurances we will be successful in raising the capital upon terms and conditions, which are acceptable to us, if at all. If we are unable to raise the necessary additional working capital, absent a significant increase in our revenues, of which there is no assurance, we will be unable to continue to grow our company and may be forced to reduce certain operating expenses in an effort to conserve our working capital.

Cash flows

Net cash flows used in operating activities was $785,357 for the six months ended June 30, 2015 as compared to $876,129 used in operating activities for the six months ended June 30, 2014. In the six months ended June 30, 2015 we used cash primarily to fund our net loss of $721,982, and increases in our inventory of $219,796. These increases were offset by a decrease in prepaid costs and expenses.

Net cash used in investing activities was $160,272 for the six months ended June 30, 2015 as compared to $359,517 used in investing activities for the same period in 2014. Net cash used in investing activities for the six months ended June 30, 2015 was substantially less than for the same period in 2014 since the Company issued common stock valued at $262,500 for website acquisitions. In the 2015 period we used cash and issued common stock to purchase websites and fixed assets, and in the 2014 period we used cash only to purchase websites and fixed assets.

Net cash flows provided from financing activities was $644,763 for the six months ended June 30, 2015 as compared to $651,202 for the same period in 2014. In both periods, cash was provided from the sale of our securities, net of repayments of debt obligations.

Non-GAAP Measure

We report adjusted EBITDA as a supplemental measure to GAAP. This measure is one of the primary metrics by which we evaluate the performance of our business, on which our internal budgets and based. We believe that investors have access to, and we are obligated to provide, the same set of tools that we use in analyzing our results. This non-GAAP measure should be considered in addition to results prepared in accordance with GAAP, but should not be considered a substitute for or superior to GAAP results. We endeavor to compensate for the limitations of the non-GAAP measure presented by providing the comparable GAAP measure with equal or greater prominence and description of the reconciling items, including quantifying such items to derive the non-GAAP measure. We encourage investors to examine the reconciling adjustments between the GAAP and non-GAAP measure.

Our adjusted EBITDA is defined as operating income/loss excluding: (1) non-cash stock option compensation expense, (2) depreciation, (3) acquisition-related items consisting of (i) amortization expense, and (ii) impairment expense, and (4) non-cash stock compensation for services. We believe this measure is useful for analysts and investors as this measure allows a more meaningful year-to-year comparison of our performance. Moreover, our management uses this measure internally to evaluate the performance of our business as a whole. The above items are excluded from adjusted EBITDA measure because these items are non-cash in nature, and we believe that by excluding these items, adjusted EBITDA corresponds more closely to the cash operating income/loss generated from our business. Adjusted EBITDA has certain limitations in that it does not take into account the impact to our statement of operations of certain expense.

The following is an unaudited reconciliation of net (loss) to adjusted EBITDA for the periods presented:

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
Net Loss	$ (387,776)	$ (405,311)	$ (721,982)	$ (764,574)
plus:				
Stock compensation expense	$ 15,390	$ 15,563	$ 29,124	$ 41,325
Depreciation expense	3,421	2,752	6,757	5,332
Amortization expense	45,801	31,468	86,136	52,849
Stock compensation for services	37,050	—	37,350	12,500
Adjusted EBITDA:	$ (286,114)	$ (355,528)	$ (562,615)	$ (652,568)

Critical accounting policies

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities and the reported amounts of revenue and expenses during the reported periods. The more critical accounting estimates include estimates related to revenue recognition and accounts receivable allowances. We also have other key accounting policies, which involve the use of estimates, judgments and assumptions that are significant to understanding our results, which are described in Note 1 to our unaudited condensed consolidated financial statements appearing elsewhere in this report.

Recent accounting pronouncements

The recent accounting standards that have been issued or proposed by the FASB or other standards-setting bodies as described in Note 1 appearing earlier in this report that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

All other newly issued accounting pronouncements, but not yet effective, have been deemed either immaterial or not applicable.

Off balance sheet arrangements

As of the date of this report, we do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors. The term "off-balance sheet arrangement" generally means any transaction, agreement or other contractual arrangement to which an entity unconsolidated with us is a party, under which we have any obligation arising under a guarantee contract, derivative instrument or variable interest or a retained or contingent interest in assets transferred to such entity or similar arrangement that serves as credit, liquidity or market risk support for such assets.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

Not applicable for a smaller reporting company.

ITEM 4. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures. We maintain “disclosure controls and procedures” as such term is defined in Rule 13a-15(e) under Securities Exchange Act of 1934 (the “Exchange Act”). In designing and evaluating our disclosure controls and procedures, our management recognized that disclosure controls and procedures, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of disclosure controls and procedures are met. Additionally, in designing disclosure controls and procedures, our management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible disclosure controls and procedures. The design of any disclosure controls and procedures also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions.

Based on their evaluation as of the end of the period covered by this report, our Chief Executive Officer and our Chief Financial Officer concluded that our disclosure controls and procedures were not effective such that the information relating to our company, required to be disclosed in our Securities and Exchange Commission reports (i) is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms and (ii) is accumulated and communicated to our management, including our Chief Executive Officer, to allow timely decisions regarding required disclosure as a result of continuing material weaknesses in our internal control over financial reporting as described in our Annual Report on Form 10-K for the year ended December 31, 2014, as amended. A material weakness is a deficiency, or combination of deficiencies, that results in more than a remote likelihood that a material misstatement of annual or interim financial statements will not be prevented or detected. These material weaknesses in our internal control over financial reporting included:

- our company currently has only one employee who is responsible for handling the cash and making deposits, posting cash receipts, writing and mailing checks, and posting cash disbursements. Our CEO reviews bank statements and reconciliations on a monthly basis as a mitigating control until such time as funds are available to us to create a position to segregate duties consistent with control objectives, and

- we do not currently have monitoring controls in place to ensure correct analysis and application of generally accepted accounting principles.

The material weaknesses in internal control over financial reporting at December 31, 2014 remain unchanged from December 31, 2013. During 2014, as a partial remedial action for the material weaknesses, we contemplated retaining an outside accountant with SEC accounting experience on an as needed basis as a monitoring control. This consultant was, however, not engaged during 2014. During the six months ended June 30, 2015 we retained an outside accountant with SEC accounting experience on an as needed basis as a partial remedial action for material weaknesses in internal control and as a monitoring control. Management believes that the material weaknesses set forth above did not have an effect on our financial reporting for the year ended December 31, 2014 or for the six months ended June 30, 2015.

However, management recognized that the lack of a functioning audit committee and lack of a majority of outside directors on our board of directors could adversely affect reporting in future years, when our operations become more complex and less transparent and require higher level of financial expertise. As a result, between October 2014 and March 2015 we expanded our board of directors to add two additional independent members, one of which is considered an audit committee financial expert. Our board of directors is now comprised of 50% management directors and 50% independent directors and created an audit committee consisting of two outside directors of our board who will undertake the oversight in the establishment and monitoring of required internal controls and procedures.

Subject to the availability of sufficient funds during 2015 to expand our accounting staff, we also expect to create a position to segregate duties consistent with control objectives and will increase our personnel resources and, if necessary, hire independent third parties or consultants to provide expert advice as needed. We do not, however, expect that the material weaknesses in our disclosure controls will be remediated until such time as we have improved our internal control over financial reporting.

Changes in Internal Control over Financial Reporting. There have been no changes in our internal control over financial reporting during our last fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS.

None.

ITEM 1A. RISK FACTORS.

Not applicable for a smaller reporting company.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

On May 1, 2015, we issued 2,000 shares of the Company's common stock valued at $1,300 in lieu of a bonus to an employee. The recipient had access to business and financial information on our company and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act.

On May 22, 2015, the Company issued a law firm 50,000 shares of its common stock valued at $32,500 as compensation for services rendered. The recipient was an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act.

On May 28, 2015, we issued a consultant 5,000 shares of our common stock valued at $3,250 for services rendered. The recipient has access to business and financial information on our company and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act.

On June 1, 2015 we sold 200,000 shares of our common stock to the company's founder, CEO and member of our board of directors, for $100,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On June 25, 2015 we sold 40,000 shares of our common stock to a member of our board of directors, for $20,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On June 30, 2015 we sold 200,000 shares of our common stock to the company's founder, CEO and member of our board of directors, for $100,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On June 30, 2015 we sold 100,000 shares of our 10% Series A Convertible Preferred Stock to a related party, for $50,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On July 2, 2015 we sold 200,000 shares of our common stock for $100,000. We did not pay any commissions or finders fees. The purchasers were accredited investors and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On July 2, 2015 we sold 100,000 shares of our common stock to a member of our board of directors, for $50,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On July 7, 2015 we sold 200,000 shares of our common stock to a member of our board of directors, for $100,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On July 15, 2015 we sold 100,000 shares of our common stock to a member of our board of directors, for $50,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On July 22, 2015 we sold 100,000 shares of our common stock for $50,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

On August 3, 2015 we sold 100,000 shares of our common stock for $50,000. We did not pay any commissions or finders fees. The purchaser is an accredited investor and the issuance was exempt from registration under the Securities Act of 1933 in reliance on an exemption provided by Section 4(a)(2) of that act. We are using the proceeds for general working capital.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES.

None.

ITEM 4. MINE SAFETY DISCLOSURES.

Not applicable to our company’s operations.

ITEM 5. OTHER INFORMATION.

On June 1, 2015, pursuant to the terms of a Website Asset Purchase Agreement, the Company purchased all rights to the website www.CertifiedWolfHunter.com together with the rights associated with certain trademarks, logos, domain names, email lists and social media account for a purchase price of $50,000. The seller agreed to indemnity us with respect to the prior operations of the website for the period terminating on December 31, 2015, and agreed not to compete with us with respect to any similar website for a period of five years. The description of the terms and conditions of the Website Asset Purchase Agreement are qualified in their entirety by reference to the agreement, which is filed as Exhibit 10.36 to this report.

On June 11, 2015, and following the creation in May 2015 of standing Audit and Compensation Committees, the Company's board of directors adopted an Audit Committee Charter and a Compensation Committee Charter. Copies of the charters are available on our website at www.bmaq.com.

The Company is a party to an Executive Employment Agreement effective June 1, 2014 with W. Kip Speyer, our Chief Executive Officer. Under the terms of this agreement, we agreed to initially compensate him with a base salary of $75,000 annually in addition to other terms of the agreement. Effective July 1, 2015 we increased Mr. Speyer's annual base compensation to $96,000 upon the recommendation of the Compensation Committee. All other terms and conditions of the agreement remain in effect.

Effective July 1, 2015 we increased the Chief Financial Officer’s base annual salary to $80,000 upon recommendation of the Compensation Committee.

On July 30, 2015, the Company entered into a lease addendum to increase the original approximate 2,014 square feet of its corporate offices in Boca Raton, FL to approximately 4,450 square feet. The term of the lease was extended and will terminate on March 14, 2019 at a current base rent of for a term of approximately $8,978 per month for the first twelve months with a 3% escalation each year. An additional security deposit of $2,500 was required. Rent is all-inclusive and includes electricity, heat, air-conditioning, and water. The original rent commencement date is October 11, 2014 and will expire on March 14, 2019. The description of the terms and conditions of the lease addendum are qualified in their entirety by reference to the agreement, which is filed as Exhibit 10.37 to this report.

ITEM 6. EXHIBITS.

No.	Description
10.36	Website Asset Purchase Agreement dated June 1, 2015 by and between Christopher Fisher and Bright Mountain, LLC*
10.37	LEASE ADDENDUM*
31.1	Rule 13a-14(a)/ 15d-14(a) Certification of Chief Executive Officer *
31.2	Rule 13a-14(a)/ 15d-14(a) Certification of Chief Financial Officer *
32.1	Section 1350 Certification of Chief Executive Officer and Chief Financial Officer*
101.INS	XBRL Instance Document *
101.PRE	XBRL Taxonomy Extension Presentation Linkbase *
101.LAE	XBRL Taxonomy Extension Label Linkbase *
101.DEF	XBRL Taxonomy Extension Definition Linkbase *
101.SCH	XBRL Taxonomy Extension Schema *
101.CAL	XBRL Taxonomy Extension Calculation Linkbase *

* filed herewith

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.

BRIGHT MOUNTAIN ACQUISITION CORPORATION

August 11, 2015	By: /s/ W. Kip Speyer W. Kip Speyer, Chief Executive Officer
August 11, 2015	By: /s/ Annette Casacci Annette Casacci, Chief Financial Officer

EXHIBIT 10.36

WEBSITE ASSET PURCHASE AGREEMENT

This Website Asset Purchase Agreement (the "Agreement ") is made effective on this 1st day of June, 2015, by and between Christopher Fisher, Certified Wolfhunter.com, Facebook.com/SurviveTheStreet with its legal address being 285 Stoney Trail, Maylene, AL 35114 (the "Seller"), and Bright Mountain, LLC , a Florida limited liability company at 6400 Congress Avenue, Boca Raton, FL 33487 (the "Buyer ").

1. WEBSITE PURCHASE

Subject to the terms and conditions contained in this Agreement the Seller hereby sells and transfers to the Buyer any and all of Seller's rights, title and interest in and to the Website and Internet Domain Name, CertifiedWolfhunter.com and all of its respective contents (the "Website "), and any other rights associated with the Website, including, without limitation, any intellectual property rights including both US Wolfhunter Trademarks serial numbers 86124770 and 86063035, and associated respective registration numbers 4517881 and 4517698 for Marks Registered April 22, 2014 and all related domain names, logos email lists, passwords , usernames and trade names; and all of the related social media accounts including but not limited to, Instagram , Twitter , Facebook.com/SurviveTheStreets, Instagram, and Pinterest at closing and associated other rights are more specifically and particularly identified on Exhibit "A" hereto.

2. PAYMENT 'TERMS

In consideration for the sale of the Website as defined in paragraph 1 above, the Buyer agrees to pay the Seller the amount of Fifty Thousand Dollars (US $50,000.00) at the June 1, 2015 closing.

3. SELLER'S OBLIGATIONS

Seller agrees to facilitate and expedite transfer of the Website and all of its respective contents as defined above at closing. Further, seller will make himself available for up to one hour per week during a 60 day transition period to answer any questions about the purchased assets.

4. REPRESENTATIONS AND WARRANTIES BY THE SELLER

a) The Seller has all necessary right, power and authorization to sign and perform all the obligations under this Agreement.

b) The Seller has the exclusive ownership of the Website and there are no current disputes or threat of disputes with any third party over the proprietary rights to the Website or any of the Website content.

c) The execution and performance of this Agreement by the Seller will not constitute or result in a violation of any material agreement to which the Seller is a party.

5. INDEMNITY

The Seller shall indemnify and hold harmless the Buyer against all damages, losses or liabilities, which may arise with respect to the Website, its use, operation or content, to the extent such damage, loss or liability was caused by the wrongful conduct of Seller prior to the effective date of this Agreement. Such duty to indemnify on the part of the Seller shall terminate as of December 31, 2015.

6. ADDITIONAL DOCUMENTS

Seller agrees to cooperate with Purchaser and take any and all actions necessary to transfer and perfect the ownership of the Website Registration and Hosting from Seller to Buyer, including providing all necessary passwords and usernames on the closing date and thereafter. While Seller and Buyer acknowledge that this is an Asset Purchase Agreement, Seller understands that Buyer is a public company and falls under SEC guidelines and requirements and may need historic accounting and financial records. Should Buyer require accounting and financial records for audit purposes from Seller at a future time, Seller agrees to facilitate and deliver to Buyer timely, upon written request any and all necessary historical financial records without limitation.

7. NON COMPETE

Seller agrees not to compete with Bright Mountain, LLC with any website similar to CertifiedWolfhunter.com for a period of five years.

8. NOTICE

All notices required or permitted under this Agreement shall be deemed delivered when delivered in person or by certified mail, return receipt requested, with copy sent via e mail, postage prepaid, addressed to the appropriate party at the address shown for that party at the beginning of this Agreement. The parties hereto may change their addresses by giving written notice of the change in the manner described in this paragraph. Any party hereto may acknowledge receipt of a document or other information by email and expressly waive their right to notice of that document or other information by mail in said email communication.

9. ENTIRE AGREEMENT AND MODIFICATION

This Agreement constitutes the entire agreement between the parties. No modification or amendment of this Agreement shall be effective unless in writing and signed by both parties. This Agreement replaces any and all prior agreements between the parties.

10. INVALIDITY OR SEVERABILITY

If there is any conflict between any provision of this Agreement and any law, regulation or decree affecting this Agreement, the provision of this Agreement so affected shall be regarded as null and void and shall, where practicable, be curtailed and limited to the extent necessary to bring it within the requirements of such law, regulation or decree but otherwise it shall not render null and void other provisions of this Agreement.

12. GOVERNING LAW

This Agreement shall be governed by and construed in accordance with the laws of the State of Florida.

Signed this 1st day of June, 2015.

Seller: Christopher Fisher

Signature: /s/ Christopher Fisher

Buyer: Bright Mountain. LLC

By: W. Kip Speyer: President

Signature: /s/ W. Kip Speyer

Exhibit "A" Website and Associated Rights

- Domain names: http://www.certifiedwolfhunter.com
- Facebook: http://www.facebook.com/SurviveTheStreet
- Trademarks: US Wolfhunter Trademarks serial numbers 86124770 and 86063035, and associated respective registration numbers 4517881 and 4517697 for Trademarks Registered April 22, 2014

EXHIBIT 10.37

ADDENDUM TO LEASE BETWEEN
OIII REALTY LIMITED PARTNERSHIP, AS LESSOR AND
BRIGHT MOUNTAIN HOLDINGS, INC., AS LESSEE

1. **ADDENDUM**: This Addendum is attached to and made a part of the Lease. Any conflict between the terms of this Addendum and the Lease shall be controlled by this Addendum.

2. **LEASE INFORMATION SHEET**: The Lease Informational Sheet is hereby deleted and replaced with the attached Lease Informational Sheet.

3. **PREMISES**: For and in consideration of the mutual covenants herein contained, Lessor hereby leases to Lessee, and Lessee hereby rents from Lessor, those certain premises located at 6400 Congress Avenue, Suites 2050 and 2200, Boca Raton, Florida 33487 ("Premises") which are situated within the building located at 6400 Congress Avenue, Boca Raton, Florida 33487 ("Building").

4. **TERM**. A. The term of this Lease shall be three (3) years and seven (7) months, commencing on the 15th day of August, 2015 and ending on the 14th day of March, 2019 ("Lease Term"). Lessee's obligation for the payment of Rent shall commence on August 15, 2015 ("Amended Commencement Date").

5. **RENEWAL**: So long as Lessee is not in default hereunder, Lessee shall have the option to renew this Lease for one (1) additional three (3) year term, by providing Lessor written notice of the exercise thereof at least one hundred eighty (180) days prior to the end of the Lease Term. Failure to timely renew the Lease shall terminate all renewal options granted hereunder. The terms Lease Term and the Renewal Term are sometime referred to herein as the "Term." The Gross Rent for the Renewal Term will be fair market value for like kind office space in Boca Raton, but in no event less than the Rent paid during the Lease Term set forth above plus annual increases set forth on the Lease Informational Sheet.

6. **NO DEFAULT**: Lessee represents that all of the provisions of the Lease to be performed by Lessor have been fully and timely performed and complied with and the Lessor is not in default in any way whatsoever under the Lease, nor to the knowledge of the Lessee does there exist any condition or circumstance which, with the giving of notice or the passage of time, or both, would constitute or result in a default by Lessor under the Lease.

7. **TENANT IMPROVEMENTS:** Lessor will, prior to the Amended Commencement Date, deliver Suite 2200 "As-Is" with the following changes: patch and paint walls, one (1) coat, substantially the same as the wall color in Suite 2050, steam clean carpet, create an interior opening, finished, no door with threshold between Suites 2050 and 2200 as more specifically set forth on Exhibit A attached hereto and made a part hereof.

8. **BROKERAGE**: Lessor and Lessee both represent that they have not dealt with any other real estate broker than Bray Realty Advisors, LLC, as Lessor's representative in connection with the Lease and this Addendum. Lessor is responsible to pay the commission upon execution hereof, if any.

Except as expressly amended hereby, this Lease, as amended, is in full force and effect.

Lessee:	Lessor:
Bright Mountain Holdings, Inc.	OIII Realty Limited Partnership By: OIII Realty, LLC, general partner
By: ______________________ W. K. Speyer, President	By: ______________________ Kamala R. Chapman, Manager
(Corporate Seal)	(Partnership Seal)

LEASE INFORMATIONAL SHEET

Lessee's Name:	Bright Mountain Holdings, Inc.
Lessee's Address/Phone:	6400 Congress Ave., Suite 2050, Boca Raton, FL 33487
Lessee's Status/Agent:	Florida Limited Liability Company
Lease Space Sq. Ft.:	4,450 +/-
Commencement Date:	August 15, 2015
Broker Name/Address:	Bray Realty Advisors, LLC, 7450 Liverpool Ct., Boynton Beach, Florida 33472

Annual Rent:

Lease Year	Space	Rent PSF	Annual Gross Rent
1	4,450	$24.21	$107,734.50
2	4,450	$24.94	$110,983.00
3	4,450	$25.69	$114,320.50
4	4,450	$26.46	$ 68,685.75 (7 months)

Monthly Rent (1st Year):	$3,944.08 plus sales tax
Security Deposit	$7,200.00 ($4,700 in Lessor's possession; $2,500 due at signing)
Renewal Option(s):	one (1) option for three (3) years
Renewal Rent:	The rent for the one (1) three (3) years renewal option will be based on the greater of last month's rent or the fair market value of like kind office space within Boca Raton plus three (3%) per year increases**.**
Parking:	Four (4) non-exclusive parking spaces per one thousand square feet of leased space
Lessee's Use of Premises:	Headquarters of a Technology Company.
Signage:	interior signage on the directory and suite entry door
Special Provisions:	

The terms and conditions set forth above are integrated into the Lease as if set forth therein.

Lessor:	***Lessee:***
By: ______________________________	***By:*** ______________________________
July , 2015	***July , 2015***

Exhibit "A"

Site Plan & Space Plan

(Not to scale)

Second floor space

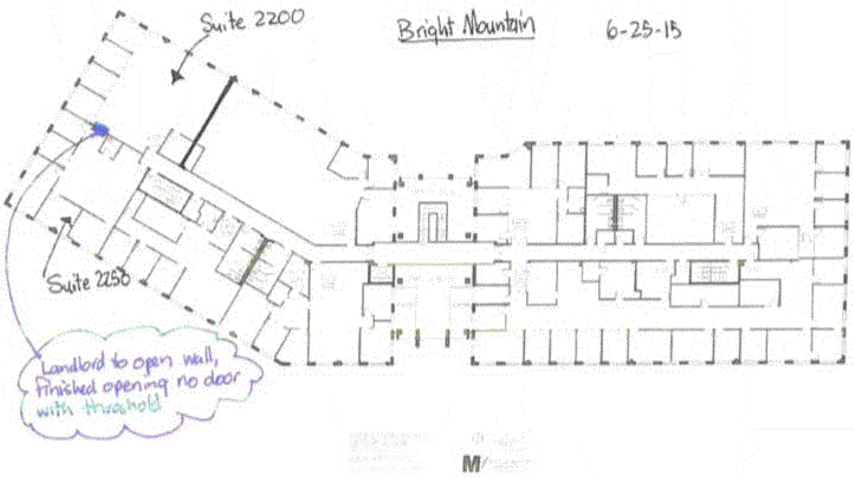


EXHIBIT 31.1

Rule 13a-14(a)/15d-14(a) Certification

I, W. Kip Speyer, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended June 30, 2015 of Bright Mountain Acquisition Corporation

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   (d) Disclosed in this report any change in the registrant’s internal control over financial reporting that occurred during the registrant’s most recent fiscal quarter (the registrant’s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant’s internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

August 11, 2015

/s/ W. Kip Speyer

W. Kip Speyer, Chief Executive Officer, principal executive officer

EXHIBIT 31.2

Rule 13a-14(a)/15d-14(a) Certification

I, Annette Casacci, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended June 30, 2015 of Bright Mountain Acquisition Corporation.

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

August 11, 2015

/s/ Annette Casacci

Annette Casacci, Chief Financial Officer, principal financial and accounting officer

EXHIBIT 32.1

Section 1350 Certification

In connection with the Quarterly Report of Bright Mountain Acquisition Corporation (the “Company”) on Form 10-Q for the period ended June 30, 2015 as filed with the Securities and Exchange Commission (the “Report”), I, W. Kip Speyer, Chief Executive Officer and Chief Financial Officer of the Company, and Annette Casacci, Chief Financial Officer of the Company, do each hereby certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and

2. The information contained in the Report fairly presents, in all material respects, the financial conditions and results of operations of the Company.

August 11, 2015	/s/ W. Kip Speyer
	W. Kip Speyer, Chief Executive Officer, principal executive officer
August 11, 2015	/s/ Annette Casacci
	Annette Casacci, Chief Financial Officer, principal financial and accounting officer

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signatures that appear in typed form within the electronic version of this written statement has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.