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DALEEN TECHNOLOGIES INC

Form S-8 POS

July 23, 2003

As filed with the Securities and Exchange Commission on July 23, 2003

Registration No. 333-74234

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO FORM S-8

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

DALEEN TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation organization)

65-0944514
(I.R.S. Employer
Identification No.)

902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
(Address of principal executive offices)

DALEEN TECHNOLOGIES, INC. 401(k) PROFIT SHARING PLAN
(Full title of the plan)

Gordon Quick
President and Chief Executive Officer
Daleen Technologies, Inc.
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
(Name and address of agent for service)

(561) 999-8000
(Telephone number, including area code, of agent for service)

Copy to:

Kristen Larkin Stewart
Kirkpatrick & Lockhart LLP
Henry W. Oliver Building
535 Smithfield Street
Pittsburgh, PA 15222-2312
(412) 355-6500

Dawn Landry
Vice President and General Counsel
Daleen Technologies, Inc.
902 Clint Moore Road, Suite 230
Boca Raton, Florida 33487
(561) 999-8000

EXPLANATORY NOTE

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This Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 (File No. 333-74234), filed November 30, 2001 (the "S-8 Registration Statement"), is filed for the sole purpose of deregistering the offer and sale of 2,693 shares of the Registrant's common stock, par value \$.01 per share, previously registered, but not used, under the S-8 Registration Statement and the participation interests associated therewith (the "Unused Shares"). As a result of this deregistration, the Unused Shares will not be available for offer and sale under the Daleen Technologies, Inc. 401(k) Profit Sharing Plan (the "401(k) Plan") after the effective date of this Post-Effective Amendment No. 1. There are no shares of the Registrant's common stock remaining available for offer and sale under the 401(k) Plan under any registration statement previously filed by the Registrant. This Post-Effective Amendment No. 1 does not deregister or otherwise have any effect on shares registered under the S-8 Registration Statement with respect to any benefit plan of the Registrant other than the 401(k) Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the S-8 Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boca Raton, State of Florida, on this 23rd day of July, 2003.

DALEEN TECHNOLOGIES, INC.

By: /s/ GORDON QUICK

 Gordon Quick
 President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the S-8 Registration Statements has been signed by the following persons in the capacities and on the date(s) indicated:

Signature -----	Capacity -----	Date ----
/s/ JAMES DALEEN ----- James Daleen	Chairman of the Board	July 23, 2003
/s/ GORDON QUICK ----- Gordon Quick	President, Chief Executive Officer and Director (Principal Executive Officer)	July 23, 2003
/s/ JEANNE T. PRAYTHER	Chief Financial Officer (Principal	July 23, 2003

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----- Jeanne T. Prayther	Financial and Accounting Officer)	
/s/ DANIEL J. FOREMAN ----- Daniel J. Foreman	Director	July 23, 2003
/s/ STEPHEN J. GETSY ----- Stephen J. Getsy	Director	July 23, 2003
/s/ JOHN MCCARTHY ----- John McCarthy	Director	July 23, 2003
/s/ OFER NEMIROVSKY ----- Ofer Nemirovsky	Director	July 23, 2003
/s/ DENNIS SISCO ----- Dennis Sisco	Director	July 23, 2003

Pursuant to the requirements of the Securities Act of 1933, the Plan Administrator of the Daleen Technologies, Inc. 401(k) Profit Sharing Plan has duly caused this Post-Effective Amendment No. 1 to the Form S-8 Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boca Raton, State of Florida, on this 23rd day of July, 2003.

DALEEN TECHNOLOGIES, INC. 401(k) PROFIT SHARING PLAN

Daleen Technologies, Inc.

By: /s/ GORDON QUICK

Gordon Quick, President and CEO