UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-QSB

(Mark One)

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED: JUNE 30, 2000

[ ] TRANSITION REPORT UNDER SECTION 13 OR 15(D) OF THE EXCHANGE ACT

For the transition period from to

COMMISSION FILE NUMBER 33-20111

EAT AT JOE'S LTD.
(Exact name of small business issuer as specified in its charter)

DELAWARE	75-2636283
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

670 WHITE PLAINS ROAD, SUITE 120, SCARSDALE, NEW YORK, 10583
(Address of principal executive offices)

(914) 725-2700

Issuer's telephone number
APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as OF THE LATEST PRACTICAL DATE: JUNE 30, 2000 43,578,303

Transitional Small Business Disclosure Format (check one).
YES ; NO X

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

INDEPENDENT ACCOUNTANT'S REPORT

Eat at Joe's, Ltd.

We have reviewed the accompanying balance sheets of Eat at Joe's, Ltd. as of June 30, 2000 and December 31, 1999, and the related statements of operations for the three and six month periods ended June 30, 2000 and 1999, and cash flows for the six month periods ended June 30, 2000 and 1999. These financial statements are the responsibility of the Company's management.

We conducted our review in accordance with standards established by the American Institute of Certified Public Accountants. A review of interim financial information consists principally of applying analytical procedures to financial data and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statement taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements for them to be in conformity with generally accepted accounting principles.

Respectfully submitted

/s/ Robison, Hill & Co.
Certified Public Accountants

Salt Lake City, Utah
August 8, 2000

EAT AT JOE'S LTD., AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

	June 30, 2000	December 31, 1999
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 32,912	$ --
Receivables	2,032	10,439
Inventory	30,246	46,050
Prepaid expense	79,320	76,442
Deposits	1,710	1,710
Total Current Assets	146,220	134,641
Property and equipment:		
Equipment	879,481	879,441
Furniture & Fixtures	47,239	47,239
Leasehold improvements	2,212,291	2,212,291
	3,139,011	3,138,971
Less accumulated depreciation	(740,979)	(547,669)
	2,398,032	2,591,302
Other Assets:		
Investments	100,000	100,000
Intangible and other assets net of amortization of $37,376 and $28,884, respectively	117,461	125,954
Total Assets	$ 2,761,713	$ 2,951,897

EAT AT JOE'S LTD., AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(Continued)

<TABLE>
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	June 30, 2000	December 31, 1999
LIABILITIES		
Current Liabilities:		
<S>	<C>	<C>
Accounts payable and accrued liabilities	$ 667,938	$ 735,775
Short-term notes payable	370,207	342,926
Shareholders loans	995,890	724,760
TOTAL CURRENT LIABILITIES	2,034,035	1,803,461
Convertible Debentures, Net of Issue Costs	1,316,380	1,383,290
Total Liabilities	3,350,415	3,186,751
STOCKHOLDERS EQUITY		
Preferred stock - $0.0001 par value. 10,000,000 shares authorized; -0- and 2 shares issued and outstanding	--	--
Common Stock - $0.0001 par value. 50,000,000 shares Authorized.43,578,303 and 41,874,680 issued and Outstanding, respectively	4,358	4,187
Additional paid-in capital	9,773,056	9,619,060
Retained deficit	(10,366,116)	(9,858,101)
Total Stockholders' Equity	(588,702)	(234,854)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 2,761,713	$ 2,951,897

</TABLE>

See accompanying notes and accountants' report.

EAT AT JOE'S LTD., AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS

<TABLE>
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	For the three months ended June 30,		For the six months ended June 30,	
	2000	1999	2000	1999
<S>	<C>	<C>	<C>	<C>
Revenues	$ 464,063	$ 1,091,321	$ 996,177	$ 1,938,316
Cost of Revenues	168,368	429,840	364,221	687,920
Gross Margin	295,695	661,481	631,956	1,250,396
Expenses				

Labor and Related Expenses	153,377	595,331	391,635	969,738
Rent	36,632	80,613	98,342	128,861
Other General and Administrative ...	152,410	267,278	382,026	393,422
Income (Loss) Before Depreciation and . Amortization	(46,724)	(281,741)	(240,047)	(241,625)
Depreciation and Amortization	100,889	175,887	201,802	330,193
Net Loss from Continuing Operations ...	(147,613)	(457,628)	(441,849)	(571,818)
Other Income (Expense)				
Interest, Net	(32,663)	(46,543)	(65,216)	(100,687)
Net Loss Before Income Taxes	(180,276)	(504,171)	(507,065)	(672,505)
Income Tax Expense (Benefit)	475	475	950	950
Net Loss To Common Stockholders	$ (180,751)	$ (504,646)	$ (508,015)	$ (673,455)
BASIC AND DILUTED LOSS PER COMMON SHARE	$ 0.00	$ (0.02)	$ (0.01)	$ (0.03)
WEIGHTED AVERAGE COMMON SHARES	43,578,303	22,454,904	43,152,397	20,462,466

</TABLE>

See accompanying notes and accountants' report.

EAT AT JOE'S LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

<TABLE>
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	For the six months ended June 30,	
	2000	1999
Cash Flows From Operating Activities		
<S>	<C>	<C>
Net loss for the period	$ (508,015)	$ (673,455)
Adjustments to reconcile net loss to net cash Provided by operating activities		
Depreciation and Amortization	201,802	330,193
Stock issued for services and expenses	29,167	87,755
Decrease (Increase) in Receivables	8,407	(8,616)
Decrease (Increase) in inventory	15,805	(273,345)
Decrease (Increase) in other assets	--	(480,516)
Decrease (Increase) in prepaid expense	(2,878)	(71,730)
Increase in accounts payable and accrued liabilities	(13,839)	19,221
Net Cash Provided by (Used in) Operating Activities	(269,551)	(1,070,493)
Cash Flows From Investing Activities		
Purchase of property and equipment	--	(656,103)
Net Cash Provided by Investing Activities	--	(656,103)
Cash Flows From Financing Activities		
Advances from majority stockholders	271,250	--
Proceeds from short-term notes payable	31,213	1,697,663

Net Cash Provided by Financing Activities	302,463	1,697,663
Increase (Decrease) in Cash	32,912	(28,933)
Cash at beginning of period	--	133,957
Cash at End of Period	$ 32,912	$ 105,024
Supplemental Disclosure of Interest and Income Taxes Paid		
Interest paid during the period	$ --	$ --
Income taxes paid during the period	$ 700	$ 150
Supplemental Disclosure of Non-cash Investing and Financing Activities:		
Common Stock Issued For:		
Property and Equipment	$ --	$ 122,500
Debt converted to equity	$ --	$ 1,500,000

</TABLE>

See accompanying notes and accountants' report.

EAT AT JOE'S LTD. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of accounting policies for Eat At Joe's, Ltd. and Subsidiaries is presented to assist in understanding the Company's financial statements. The accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

The unaudited financial statements as of June 30, 2000 and for the six months then ended reflect, in the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to fairly state the financial position and results of operations for the three months. Operating results for interim periods are not necessarily indicative of the results which can be expected for full years.

ORGANIZATION AND BASIS OF PRESENTATION

Eat At Joe's Ltd. (Company) was incorporated on January 6, 1988, under the laws of the State of Delaware, as a wholly-owned subsidiary of Debbie Reynolds Hotel and Casino, Inc. (DRHC) (formerly Halter Venture Corporation or Halter Racing Stables, Inc.) a publicly-owned corporation. DRHC caused the Company to register 1,777,000 shares of its initial 12,450,000 issued and outstanding shares of common stock with the Securities and Exchange Commission on Form S-18. DRHC then distributed the registered shares to DRHC stockholders. During the period September 30, 1988 to December 31, 1992, the Company remained in the development stage while attempting to enter the mining industry. The Company acquired certain unpatented mining claims and related equipment necessary to mine, extract, process and otherwise explore for kaolin clay, silica, feldspar, precious metals, antimony and other commercial minerals from its majority stockholder and other unrelated third-parties. The Company was unsuccessful in these start-up efforts and all activity was ceased during 1992 as a result of foreclosure on various loans in default and/or the abandonment of all assets. From 1992 until 1996 the Company has had no operations, assets or liabilities.

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of Eat At Joe's, LTD. And its wholly-owned subsidiaries, E.A.J. Holding Corporation, a Delaware corporation ("Holding"), E.A.J. PHL Airport, Inc. a Pennsylvania corporation, Eat At Joe's U. of P., Inc. a Pennsylvania corporation, E.A.J. Cherry Hill, Inc., a New Jersey corporation, Eat At Joe's Harborplace, Inc., a Maryland corporation, Eat At Joe's Neshaminy, Inc. a Pennsylvania corporation, Eat At Joe's Plymouth, Inc., a Pennsylvania corporation, E.A.J. Echelon Mall, Inc., a New Jersey corporation, E.A.J. Gallery, Inc., a Pennsylvania *corporation, E.A.J. Moorestown, Inc., a New Jersey corporation, E.A.J. SHOPPINGTOWN,INC., A NEW YORK CORPORATION, EAT AT JOE'S U OF P 40TH Street, Inc., a Pennsylvania corporation, Eat at Joe's Owings Mills, Inc., a Maryland corporation, and 1337855 Ontario. All significant inter-company accounts and transactions have been eliminated.*

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

NATURE OF BUSINESS

The Company is developing, owns and operates theme restaurants styled in an "American Diner" atmosphere.

INVENTORIES

Inventories consist of food, paper items and related materials and are stated at the lower of cost (first-in, first-out method) or market.

INCOME TAXES

The Company accounts for income taxes under the provisions of SFAS No. 109, "Accounting for Income Taxes." SFAS No.109 requires recognition of deferred income tax assets and liabilities for the expected future income tax consequences, based on enacted tax laws, of temporary differences between the financial reporting and tax bases of assets and liabilities.

DEPRECIATION

Office furniture, equipment and leasehold improvements, are stated at cost. Depreciation and amortization are computed using the straight-line method over the estimated economic useful lives of the related assets as follows:

Furniture & Fixtures	*5-10 years*
Equipment	*5- 7 years*
Leasehold improvements	*8-15 years*

Maintenance and repairs are charged to operations; betterments are capitalized. The cost of property sold or otherwise disposed of and the accumulated depreciation thereon are eliminated from the property and related accumulated depreciation accounts, and any resulting gain or loss is credited or charged to income.

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

AMORTIZATION

Intangible assets are amortized over useful life of 10 years.

The Company has adopted the Financial Accounting Standards Board SFAS No., 121, "Accounting for the Impairment of Long-lived Assets." SFAS No. 121 addresses the accounting for (i) impairment of long-lived assets, certain identified intangibles and goodwill related to assets to be held and used, and (ii) long-live lived assets and certain identifiable intangibles to be disposed of. SFAS No. 121 requires that long-lived assets and certain identifiable intangibles be held and used by an entity be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If the sum of the expected future cash flows from the used of the asset and its eventual disposition (undiscounted and without interest charges) is less than the carrying amount of the asset, an impairment loss is recognized.

PERVASIVENESS OF ESTIMATES

The preparation of financial statements in conformity with generally *accepted accounting principles required management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.*

CONCENTRATION OF CREDIT RISK

The Company has no significant off-balance-sheet concentrations of credit risk such as foreign exchange contracts, options contracts or other foreign hedging arrangements. The Company maintains the majority of its cash balances with one financial institution, in the form of demand deposits.

CASH AND CASH EQUIVALENTS

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents to the extent the funds are not being held for investment purposes.

NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

EARNINGS (LOSS) PER SHARE

Diluted net income per common share was calculated based on an increased number of shares that would be outstanding assuming that the warrants are converted to common shares. The effect of outstanding common stock equivalents are anti-dilutive for 2000 and 1999 and are thus not considered.

The reconciliations of the numerators and denominators of the basic loss per share computations are as follows:

	INCOME (Numerator)	SHARES (Denominator)	Per-Share AMOUNT
	FOR THE THREE MONTHS ENDED JUNE 30, 2000		
Basic Loss per Share			
Loss to common shareholders	$ (180,751)	43,578,303	$ 0.00
	FOR THE SIX MONTHS ENDED JUNE 30, 2000		
Basic Loss per Share			
Loss to common shareholders	$ (508,015)	43,152,397	$ (0.01)
	FOR THE THREE MONTHS ENDED JUNE 30, 1999		
Basic Loss per Share			
Loss to common shareholders	$ (504,646)	22,454,904	$ (0.02)
	FOR THE SIX MONTHS ENDED JUNE 30, 1999		
Basic Loss per Share			
Loss to common shareholders	$ (673,455)	20,462,466	$ (0.03)

The effect of outstanding common stock equivalents are anti-dilutive for June 30, 2000 and 1999 and are thus not considered.

RECLASSIFICATIONS

Certain reclassifications have been made in the 1999 financial statements to conform with the 2000 presentation.

NOTE 2 - SHORT-TERM NOTES PAYABLE

Short-Term Notes Payable consist of loans from unrelated entities as of June 30, 2000 and December 31, 1999. The notes are payable one year from the date of issuance together with interest at 6.50% A.P.R.

NOTE 3 - INCOME TAXES

As of June 30, 2000, the Company had a net operating loss ("NOL") carry forward for income tax reporting purposes of approximately $8,320,000 available to offset future taxable income. This net operating loss carry forward expires at various dates between December 31, 2003 and 2013. A loss generated in a particular year will expire for federal tax purposes if not utilized within 15 years. Additionally, the Internal Revenue Code contains provisions which could reduce or limit the availability and utilization of these NOLs if certain ownership changes have taken place or will take place. In accordance with SFAS No. 109, a valuation allowance is provided when it is more likely than not that all or some portion of the deferred tax asset will not be realized. Due to the uncertainty with respect to the ultimate realization of the NOLs, the Company established a valuation allowance for the entire net deferred income tax asset of $2,829,000 as of June 30, 2000. Also consistent with SFAS No. 109, an allocation of the income (provision) benefit has been made to the loss from continuing operations.

NOTE 4 - PURCHASE OF SUBSIDIARIES

The Company has entered into a non-binding letter of intent to acquire a 16 unit regional restaurant chain. Either party to the letter may terminate the letter of intent without penalty. The parties have agreed to proceed toward negotiation of a mutually agreeable purchase agreement. No assurances can be given that the purchase of the restaurant chain will be completed.

In March of 1999, 1337855 Ontario, Inc. ("Ontario"), wholly owned subsidiary of the Company entered into a purchase agreement with Koo Koo Roo Canada Limited (Koo Koo Roo) to acquire certain assets and assume certain liabilities of that company. Koo Koo Roo is a California-based casual dining, quick service restaurant chain featuring skinless flame broiled chicken, roasted hand-carved turkey and made-to-order tossed salads and specialty sandwiches. In consideration for its payment of approximately $375,000, Ontario acquired (1) a 20 year exclusive license agreement in Canada with a 20 year renewal term to operate Koo Koo Roo restaurants; (2) re-negotiated the leases to operate 3 existing Koo Koo Roo locations in Toronto, and (3) satisfied outstanding debt obligations due the second lender to Koo Koo Roo.

EAT AT JOE'S LTD. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

NOTE 5 - RENT AND LEASE EXPENSE

The Company occupies various retail restaurant space under operating leases beginning October 1997 and expiring at various dates through 2012.

The minimum future lease payments under these leases for the next five years are:

Year Ended December 31,	Real Property	Equipment
2000	$ 360,036	$ -
2001	360,036	-
2002	360,036	-
2003	360,036	-
2004	360,036	-
Thereafter	2,196,492	-
Total minimum future lease payments	$ 3,996,672	$ -

The leases generally provides that insurance, maintenance and tax expenses are obligations of the Company. It is expected that in the normal course of business, leases that expire will be renewed or replaced by leases on other properties.

NOTE 6 - RELATED PARTY TRANSACTIONS

During the six months ended June 30, 2000 and the years1999 and 1998 the two officers and/or companies controlled by the two officers paid expenses and made advances to the Company. As of June 30, 2000, $995,892 in advances was due to officers and directors of the Company.

NOTE 7 - CONVERTIBLE PREFERRED STOCK, DEBENTURES, WARRANTS & OPTIONS

Holders of Convertible Preferred Stock received 17,357,061 shares of the Company's Common stock during the three months ended June 30, 2000 and the year 1999 in conversion of 46 shares of Series A, 33 shares of Series B, 14 shares of Series C and 20 Shares of Series D Convertible Preferred Stock.

During the six months ended June 30, 2000 and the year 1999, holders of Convertible debentures received 1,200,320 shares of Common Stock on conversion of debentures.

NOTE 7 - CONVERTIBLE PREFERRED STOCK, DEBENTURES, WARRANTS & OPTIONS

(CONTINUED)

The following table sets forth the options and warrants outstanding as of June 30, 2000 and December 31, 1999.

	June 30, 2000	December 31, 1999
Options & warrants outstanding, beginning of year	1,247,750	1,247,750
Granted	-	-
Expired	-	-
Exercised	-	-
Options & warrants outstanding, end of year	1,247,750	1,247,750
Exercise price for options & warrants outstanding, end of period	$0.50 to $1.79	$0.50 to $1.79

NOTE 8 - RESTAURANT CLOSURES

During third and fourth quarter 1999, E.A.J. Cherry Hill, Inc., E.A.J. Gallery, Inc., Eat At Joe's Harborplace, Inc., E.A.J. Echelon Mall, Inc., and two of the 1337855 Ontario restaurants were closed and substantially all assets and leasehold improvements abandoned. This abandonment of assets has been reported in the finnancial statements as a loss on sale of assets at $4,359,377 for the year ended December 31, 1999.

NOTE 9 - SUBSEQUENT EVENTS

On July 1, 2000, the Company opened a new restaurant in Toronto, Ontario. The restaurant is called "Mediterraneo" and offers primarily Italian Cuisine

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION.

GENERAL - This discussion should be read in conjunction with Management's

Discussion and Analysis of Financial Condition and Results of Operations in the Company's annual report on Form 10-KSB for the year ended December 31, 1999.

RESULTS OF OPERATIONS - From March 1, 1990 to December 12, 1995 the Company was an inactive corporation. From December 12, 1995 to November 1997 the Company was a development stage company and had not begun principal operations. During November and December, 1997 two restaurants were opened and began operations. Two restaurants were opened, during May 1998, and three restaurants were opened during third quarter 1998 (1 per month) and one restaurant was opened began operations during October 1998. During march 1999 the Company purchased and began operating three restaurants in Ontario Canada. During second and third quarter of 1999, four U.S. restaurants and two Canadian restaurants were closed and substantially all assets and leasehold improvements abandoned.

After its review of over one year of operating revenues from the four U.S. units, management decided to cease operations and cut any negative cash drain from these units. Also, in contemplating acquisitions, there would be an overlap of use clauses in every center where these units were located. When management carefully reviewed the two Canada locations, although high-profile, the economic costs of occupancy made continuing operations unfeasible without expending additional capital of which management felt would be utilized more prudently within existing already cash-flow positive units. Management believes these closings will strengthen cash flows position after the initial close down costs.

During the six months ended June 30, 2000 the company operated five restaurants. During the six months ended June 30, 1999 the Company operated eight restaurants.

Total Revenues - For the three months ended June 30, 2000 and 1999, the Company had total sales of approximately $464,000 and $1,091,000 respectively. For the six months ended June 30, 2000 and 1999, the Company had total sales of approximately $996,000 and $1,938,000 respectively.

Costs and Expenses - For the three months ended June 30, 2000 and 1999, the Company had a net loss from operations of approximately $148,000 and $458,000 respectively. For the six months ended June 30, 2000 and 1999, the Company had a net loss from operations of approximately $442,000 and $572,000 respectively. The net loss for 2000 reflects certain fixed costs spread across fewer revenues due to restaurant closures. The Company expects to be able to reduce these costs and/or increase the amount of revenues to cover costs and expenses in the future.

Other Income (Expense), Net - For the three months ended June 30, 2000 and 1999 the Company reported net other expenses in the amount of approximately $33,000 and $47,000 . For the six months ended June 30, 2000 and 1999 the Company reported net other expenses in the amount of approximately $65,000 and $101,000 . These expenses primarily represent accrued interest on short term notes.

LIQUIDITY AND CAPITAL RESOURCES

For the six months ended June 30, 2000 and 1999, the Company used approximately $270,000 and $1,070,000 in cash flow from operating activities.

During the six months ended June 30, 2000 and 1999 the company paid approximately $0 and $656,000 for property and equipment.

During the six months ended June 30, 2000 and 1999 the Company borrowed approximately $302,000 and $1,698,000, respectively from shareholder advances and short-term notes. The $1,698,000 from was converted into Common Stock of the Company during 1999.

The Company expects future development and expansion will be financed through cash flow from operations and other forms of financing such as the sale of additional equity and debt securities, capital leases and other credit facilities. There are no assurances that such financing will be available on terms acceptable or favorable to the Company.

GOVERNMENT REGULATIONS - The Company is subject to all pertinent Federal, State, and Local laws governing its business. Each Eat at Joe's is subject to licensing and regulation by a number of authorities in its State or municipality. These may include health, safety, and fire regulations. The Company's operations are *also subject to Federal and State minimum wage laws governing such matters as working conditions, overtime and tip credits.*

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Various Rouse Corporation Entities ("Rouse") have brought litigation against various Eat At Joe's Entities ("Company").

The subject litigation was instituted by Cherry Hill Center, Inc., Echelon Mall Joint Venture, Owings Mills Limited Partnership and Plymouth Meeting Mall, Inc. against Eat At Joe's, Cherry Hill, Inc. t/a Eat At Joe's, E.A.J. Holding Corporation, E.A.J. Echelon Mall, Inc. t/a Eat At Joe's Express, Eat At Joe's Limited, Eat At Joe's Owings Mills, Inc. t/a Eat At Joe's and Eat At Joe's Plymouth Meeting, Inc. t/a Eat At Joe's. Each of the Plaintiffs is the Landlord for the corresponding Eat At Joe's entity, each of which Eat At Joe's Entities are single purpose entities. E.A.J. Holding Corporation was named as a party because it is a Guarantor of the leases. To the best of my knowledge, none of the Eat At Joe's Defendants have any assets or are currently engaged in any actively ongoing business activity. Therefore, any potential judgment against them in the action will be uncollectible.

In response to the Complaint of the Plaintiffs, the Defendants asserted various defenses and Counterclaims against the Plaintiffs and certain additional Rouse-related Third-Party Defendants based upon fraud, consumer fraud, tortuous interference with prospective economic advantage, negligent misrepresentation and breach of the duty of good faith and fair dealing. Eat At Joe's Moorestown, Inc. joined in the case as a Third-Party Plaintiff to assert similar claims against certain of the Rouse-related entities. It is very difficult to predict the outcome of this case. Plaintiffs' claims totaled approximately $830,000.00 as of the date of the filing of the Complaint. Additionally, Plaintiffs are seeking judgment for additional rent which comes due under the leases between the time of the filing of the Complaint and the entry of the judgment together with their costs and attorney's fees. The Eat At Joe's Defendants and Third-Party Plaintiffs seek damages in the form of recovery of Eat At Joe's improvements to the various leaseholds totaling in excess of $4,000,000.00.

Effective as of June 22, 2000, the Company and Rouse entered into a Comprehensive Settlement Agreement and Mutual Release ("Agreement"), resolving any and all pending litigation and outstanding claims between them, including the satisfaction of any judgements which were entered against the Company by Rouse. Pursuant to the Agreement, the specific terms of the Agreement are to be kept confidential, however, in the opinion of the Company's management, the terms are favorable to all concerned and the monetary consideration exchanged does not have a material impact on the operations of the parties. Stipulation of Dismissal have been filed with the courts in all litigation matters pending as of June 22, 2000. Satisfactions of Judgement have been filed in all cased in which Rouse obtained judgements against the Company. The Agreement serves to release any and all claims between and among the parties which were raised or could have been raised in any of the court cases, including any and all claims that may have existed with respect to leases between and among the parties in the states of Pennsylvania, New Jersey and Maryland (the only states in which the Company dealt with Rouse) but not yet asserted; and all relationships and remaining leases (Moorestown Mall, Moorestown, New Jersey) between and among Rouse and the Company were terminated. Accordingly, at this time, the parties have no outstanding rights, claims, obligations or liabilities as to each other.

ITEM 2. CHANGES IN SECURITIES

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

None

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

The Company did not file a report on Form 8-K during 2nd quarter 2000.

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

EAT AT JOE'S LTD.
(Registrant)

DATE: AUGUST 10, 2000

BY: /S/ JOSEPH FIORE
Joseph Fiore
C.E.O., Chairman, Secretary, Director

DATE: AUGUST 10, 2000

BY: /S/ GARY USLING
Gary Usling
C.F.O., Director

<TABLE> <S> <C>

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE BALANCE SHEET OF EAT AT JOE'S LTD. AS OF JUNE 30, 2000 AND THE RELATED STATEMENTS OF OPERATIONS AND CASH FLOWS FOR THE SIX MONTHS THEN ENDED AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

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