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 September 30, 2004

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

For the transition period from ____________ to ____________

000-32865
(Commission file number)

WordLogic Corporation
(Exact name of small business issuer as specified in its charter)

Nevada	**88-0422023**
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

650 West Georgia Street, Suite 2400
Vancouver, British Columbia, Canada V6B 4N7
(Address of principal executive offices)

(604) 257-3600
(Issuer's telephone number)

____
(Former name, former address and former fiscal year, if changed since last report)

[X] Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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.

The number of shares outstanding of each of the issuer's classes of common equity as of September 30, 2004 - 21,973,663 shares of common stock

Transitional Small Business Disclosure Format (check one): Yes [X] No [ ]

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WORDLOGIC CORPORATION
(A DEVELOPMENT STAGE COMPANY)

Condensed Consolidated Balance Sheet
(Unaudited)

September 30, 2004

Assets

Current assets:		
Cash	$	883,120
Receivables		8,354
Total current assets		891,474
Property and equipment, net		20,990
	$	912,464

Liabilities and Stockholders' Deficit

Current liabilities:		
Accounts payable	$	218,548
Notes payable to related party (Note 2)		27,570
Accrued interest payable:		
Related party (Note 2)		85,068
Convertible note payable (Note 3)		62,721
Total current liabilities		393,907
Long-term debt:		
Convertible note payable (Note 3)		746,796
Total liabilities		1,140,703
Stockholders' deficit (Note 5):		
Common stock – 21,973,663 shares issued and outstanding		21,974
Common stock options outstanding – 3,475,000		201,220
Additional paid-in capital		1,337,689
Accumulated deficit		(2,264,854)
Equity accumulated during development stage		770,634
Cumulative translation adjustment		(294,902)
Total shareholders' deficit		(228,239)
	$	912,464

See accompanying notes to condensed consolidated financial statements.

WORDLOGIC CORPORATION
(A DEVELOPMENT STAGE COMPANY)

Condensed Consolidated Statements of Operations
(Unaudited)

	Three Months Ended September 30, 2004	Three Months Ended September 30, 2003	Nine Months Ended September 30, 2004	Nine Months Ended September 30, 2003	May 27, 2003 Through September 30, 2004
Royalty revenue	$ 995	$ 2,735	$ 5,865	$ 8,812	$ 10,838
Operating expenses:					
Stock based compensation (Note 5):					
Legal services	-	-	37,500	-	37,500
Rent, related party (Note 2)	19,897	-	51,831	-	67,590
Selling, general and administrative	39,788	36,047	167,720	87,705	438,233
Research and development	91,080	16,168	133,025	19,245	217,617
Total operating expenses	150,765	52,215	390,076	106,950	760,940
Loss from operations	(149,770)	(49,480)	(384,211)	(98,138)	(750,102)
Interest income	167	-	167	-	167
Interest expense:					
Related parties (Note 2)	(1,935)	(4,266)	(13,914)	(6,463)	(28,528)
Other	(15,902)	(1,558)	(42,215)	(9,201)	(50,903)
Loss before income taxes and extraordinary item	(167,440)	(55,304)	(440,173)	(113,802)	(829,366)
Income tax provision (Note 4)	-	-	-	-	-
Loss before extraordinary item	(167,440)	(55,304)	(440,173)	(113,802)	(829,366)
Net extraordinary gain on litigation settlement, less applicable income taxes of $-0- (Note 6)	1,600,000	-	1,600,000	-	1,600,000
Net income (loss)	$ 1,432,560	$ (55,304)	$ 1,159,827	$ (113,,802)	$ 770,634
Basic and diluted income (loss) per share					
Loss before extraordinary item	$ (0.01)	$ (0.00)	$ (0.02)	$ (0.01)	
Extraordinary gain	$ 0.07	$ 0.00	$ 0.07	$ 0.00	
Net income (loss)	$ 0.07	$ (0.00)	$ 0.05	$ (0.01)	
Weighted average common shares outstanding	21,973,663	21,923,664	21,968,107	20,222,015	

See accompanying notes to condensed consolidated financial statements.

WORDLOGIC CORPORATION
(A DEVELOPMENT STAGE COMPANY)

Condensed Consolidated Statements of Cash Flows
(Unaudited)

	Nine Months Ended September 30, 2004	Nine Months Ended September 30, 2003	May 27, 2003 Through September 30, 2004
Net cash provided by/ (used in) operating activities	$ 1,064,401	$ (201,406)	$ 764,973
Cash flows from investing activities:			
Purchases of equipment	(3,717)	-	(4,719)
Net cash used in investing activities	(3,717)	-	(4,719)
Cash flows from financing activities:			
Proceeds from related party advances (Note 2)	-	336,355	-
Repayment of related party advances (Note 2)	(43,624)	(460,349)	(100,223)
Proceeds from promissory notes issued to related parties (Note 2)	47,690	-	134,240
Repayment of related party promissory notes (Note 2)	(314,893)	-	(350,217)
Proceeds from convertible promissory note (Note 3)	276,138	390,984	858,754
Repayment of convertible promissory notes (Note 3)	(111,958)	-	(111,958)
Payments on capital lease obligation	(6,331)	(2,615)	(12,071)
Proceeds from stock options exercised	-	-	6,300
Net cash provided by/(used in) financing activities	(152,978)	264,375	424,825
Effect of exchange rate changes on cash	(28,337)	(48,187)	(303,489)
Net change in cash	879,369	14,782	881,590
Cash, beginning of period	$ 3,751	$ 1,280	1,530
Cash, end of period	$ 883,120	$ 16,062	$ 883,120
Supplemental disclosure of cash flow information:			
Cash paid for income taxes	$ -	$ -	$ -
Cash paid for interest	$ 70	$ 63	$ 1,270

See accompanying notes to condensed consolidated financial statements.

Notes to Condensed Consolidated Financial Statements
(Unaudited)

Note 1 - Basis of Presentation

The financial statements presented herein have been prepared by the Company in accordance with the accounting policies in its Form 10-KSB dated December 31, 2003, and should be read in conjunction with the notes thereto.

In the opinion of management, all adjustments (consisting only of normal recurring adjustments) which are necessary to provide a fair presentation of operating results for the interim period presented have been made. The results of operations for the periods presented are not necessarily indicative of the results to be expected for the year.

Financial data presented herein are unaudited.

Note 2 - Related Party Transactions

As of December 31, 2003, two affiliates owed the Company a total of $14,514. During the nine months ended September 30, 2004, the affiliates repaid the entire balance.

As of December 31, 2003, the Company owed an affiliate $43,624. During the nine months ended September 30, 2004, the Company repaid the entire balance.

As of December 31, 2003, the Company owed two shareholders for promissory notes totaling $294,773. During the nine months ended September 30, 2004, a shareholder advanced the Company an additional $47,690 and the Company repaid $314,893. The remaining balance of $27,570 is included in the accompanying condensed consolidated financial statements as "Notes payable to related parties".

As of December 31, 2003, the Company owed an affiliate $43,624 for expenses paid on behalf of the Company. During the nine months ended September 30, 2004, the affiliate paid an additional $54,580 in expenses on behalf of the Company. As of September 30, 2004 the Company had repaid the entire $98,204 balance owed to the affiliate.

The Company rents office space from an affiliate on a month-to-month basis. Monthly lease payments vary based on the amount of office space utilized by the Company. Office rent incurred by the Company totaled $51,831 for the nine months ended September 30, 2004.

Note 3 - Long-Term Debt

As of December 31, 2003, the Company owed an unrelated third party for a convertible promissory note totaling $582,616. During the nine months ended September 30, 2004, the Company received additional proceeds under the note totaling $276,138 and repaid $111,958, which resulted in a net increase in the balance owed on the note to $746,796 at September 30, 2004. The note carries an eight percent interest rate and mature on March 31, 2006. Principal and accrued interest are payable in any combination of cash and common stock of the Company. The Company can repay principal and interest with common stock at a rate of 85 percent of the stock's market value on the date of advance. Accrued interest payable on the notes totaled $62,721 at September 30, 2004.

Note 4 – Income Taxes

The Company records its income taxes in accordance with SFAS No. 109, "Accounting for Income Taxes". The Company incurred net operating losses for all periods presented resulting in a deferred tax asset, which was fully allowed for; therefore, the net benefit and expense resulted in $-0- income taxes.

Note 5 – Shareholders' Deficit

During the nine months ended September 30, 2004, the Company issued 50,000 shares of its common stock to its attorney in exchange for legal services. The transaction was valued based on the value of the services rendered. The Company recorded $37,500 as stock-based compensation for the nine months ended September 30, 2004.

Following is a schedule of changes in shareholders' deficit for the nine months ended September 30, 2004:

	Common stock		Common Stock	Additional Paid-In	Accumulated	Cumulative Translation	
	Shares	Amount	Options	Capital	Deficit	Adjustment	Total
Balance, January 1, 2004	21,923,663	$ 21,924	$ 201,220	$ 1,300,239	$ (2,654,047)	$ (266,565)	$ (1,397,229)
Stock issued in exchange for services ($.75/share)	50,000	50	-	37,450	-	-	37,500
Comprehensive income:							
Net income	-	-	-	-	1,159,827	-	1,159,827
Cumulative translation adj	-	-	-	-	-	(28,337)	(28,337)
Comprehensive income	-	-	-	-	-	-	1,131,490
Balance, September 30, 2004	21,973,663	$ 21,974	$ 201,220	$ 1,337,689	$ (1,494,220)	$ (294,902)	$ (228,239)

Common Stock Options

The following schedule summarizes the Company's stock option activity for the nine months ended September 30, 2004:

	Options Outstanding		Options Exercisable		Weighted Average
	Number of Shares	Exercise Price Per Share	Number of Shares	Exercise Price Per Share	Exercise Price Per Share
Balance at December 31, 2003	2,475,000	$0.30 to $1.00	2,475,000	$0.30 to $1.00	$ 0.68
Options granted	1,000,000	$ 0.60	145,000	$ 0.60	$ 0.60
Options exercised	-	-	-	-	$ -
Options expired/canceled	-	-	-	-	$ -
Balance at September 30, 2004	3,475,000	$0.30 to $1.00	2,620,000	$0.30 to $1.00	$ 0.66

Stock options - employees

During the nine months ended September 30, 2004, the Company granted 1,000,000 options to an employee. The options carry an exercise price of $.60 per share and expire on July 1, 2011. 100,000 options vested immediately on the date of grant. The remaining 900,000 options vested evenly, each month, through July 1, 2009. The Company's common stock had a market value of $.60 on the date of grant. As a result, no stock-based compensation was recognized in accordance with APB 25. The weighted average exercise price and weighted average fair value of the options as of December 31, 2003 were $.60 and $.417, respectively.

Pro forma information regarding net income and earnings per share is required by SFAS 123 as if the Company had accounted for the granted stock options under the fair value method of that Statement. The fair value for these options was estimated at the date of grant using the Black-Scholes option-pricing model with the following assumptions:

Risk-free interest rate	1.01%
Dividend yield	0.00%
Volatility factor	90.14%
Weighted average expected life	5 years

The Black-Scholes options valuation model was developed for use in estimating the fair value of traded options, which have no vesting restrictions and are fully transferable. In addition, option valuation models require the input of highly subjective assumptions including the expected stock price volatility. Because the Company's stock options have characteristics significantly different from those of traded options, and because changes in the subjective input assumptions can materially affect the fair value estimate, in management's opinion, the existing models do not necessarily provide a reliable single measure of the fair value of its stock options. However, the Company has presented the pro forma net loss and pro forma basic and diluted loss per common share using the assumptions noted above.

	Nine Months Ended September 30, 2004
Net income, as reported	$ 1,159,827
Pro forma net income	$ 1,099,362
Basic and diluted net income per common share, as reported	$ 0.05
Pro forma basic and diluted net income per common share	$ 0.05

Note 6 – Litigation Settlement

In March 2002, Hewlett-Packard Company ("HP") was granted a license to distribute a trial version of the WordLogic Predictive Keyboard. In December 2002, the Company filed a Copyright infringement claim, as well as related claims under California State law, against HP in the United States District Court for the Northern District of California, San Jose Division.

The case was scheduled for trial in October 2004. Although HP continued to deny liability, on July 22, 2004, the parties signed a settlement agreement whereby HP agreed to pay the Company $2 million in exchange for the Company agreeing to release its claims and dismiss the lawsuit. The settlement has now been completed. The Company's attorneys retained $400,000 out the settlement as payment for fees and costs related to the case, and the remainder has been paid to the Company. The net gain on the settlement, totaling $1,600,000, is included in the accompanying condensed statements of operations as an extraordinary gain.

Item 2. Management's Discussion and Analysis of Financial Condition and Plan of Operations

This statement may include projections of future results and “forward looking statements” as that term is defined in Section 27A of the Securities Act of 1933 as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934 as amended (the “Exchange Act”). All statements that are included in this Quarterly Report, other than statements of historical fact, are forward looking statements. Although management believes that the expectations reflected in these forward looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct.

Financial Summary

Results of Operations for the Three-Months Ended September 30, 2004

The Company reports net income of $1,432,560 for the 3-months ended September 30, 2004 or a $0.07 gain per share versus a net loss of $55,304 for the 3-months ended June 30, 2003 or a $0.00 loss per share.

Net income for the 3-months ended September 30, 2004 of $1,432,560 is comprised of loss from operations of $149,770; interest expenses of $17,837 and an extraordinary gain of $1,600,000 recorded from cash received as the result of settling the lawsuit discussed in Note 6 of the accompanying financial statements and in the section “Legal Proceedings”. The comparative net loss for the 3-months ended September 30, 2003 of $55,304 is comprised of loss from operations of $49,480 and interest expenses of $5,824.

Revenues during this period were $995 vs. $2,735 for the comparative prior period. The decrease in revenue was due to an unexpected delay in the release of v4.1 of the WordLogic Predictive Keyboard. The majority of the Company’s software was unavailable for sale for a period of approximately 4 months.

Liquidity and Capital Resources

During the 9-months ended September 30, 2004 the Company's cash position increased by $879,269. Net cash provided by operating activities totaled $1,064,400; $152,978 was used in financing activities primarily the repayment of convertible promissory notes and related party debts; $3,717 was used in investing activities; and $28,337 was used through currency fluctuations as a result in the strengthening of the Canadian dollar during the period, the domestic currency of the Company’s costs of operations. Of the $1,064,400 provided by operating activities, $1,600,000 was provided by the lawsuit cash settlement discussed above; $368,160 was used in the payment of accounts payable/accrued liabilities and the remainder was used in loss from operations and interest expenses.

During the 9-months ended September 30, 2003 the Company's cash position increased by $14,782. Net cash used in operating activities totaled $201,406; $264,375 was provided through financing activities primarily from proceeds from Company’s convertible promissory notes; $48,187 used due to the effect of exchange rates changes.

The Company has incurred losses since inception. WordLogic has and may continue to supplement cash flows from sales with additional equity and debt financing. Substantially, expanded operations are expected to require additional capital, either from a future offering of equity or the company pursuing other methods of financing, as appropriate.

General

Our common stock trades on the Over-the-Counter Bulletin Board under the OTCBB symbol "WLGC".

The Company has one wholly-owned subsidiary, 602531 British Columbia that was incorporated under the laws of British Columbia on March 2, 2000. This subsidiary holds WordLogic Corporation’s intellectual property including its patents and trademarks.

Management Plan of Operations

The WordLogic™ Predictive Keyboard is unique and intuitive information interface for use on computing and communications devices, especially mobile devices that are limited in screen dimensions. The software is compact and compressible allowing it to operate effectively in small handheld devices such as Personal Digital Assistants (PDA's), cell phones, smart phones, tablet computers as well as other touch screen devices.

The WordLogic™ Predictive Keyboard has the ability to learn and adapt to a user's vocabulary, which makes information entry more efficient each time it is used. Its patented word prediction and WordChunking™ technology allows for fast and accurate word completion especially for long or complex words and phrases.

The Company presently markets its software in seven languages to consumers using online commerce engines such as handango.com and pocketgear.com. In addition, the Company has trial versions of its software available on a number of international websites. Historically, the Company has not generated significant revenue from these direct sales to consumers.

In the 3-months ended September 30, 2004 the Company commenced with the development of a desktop version of its Predictive Keyboard. Currently nearing the end of the development stage, a Beta version will be released in late November 2004 with the commercial release expected in Q1 2005. The Company believes this new product will have widespread appeal with desktop users of all ages and typing skills.

The Company's growth plan is to generate additional revenue through the enforcement of its intellectual property rights. On March 4, 2004, the Company's first Patent was granted (see below). As its patent portfolio of five additional patents becomes crystallized, the Company will claim royalty rights from any software applications, operating systems or handheld wireless devices that infringe upon existing or future patents. These patents will provide the foundation for Company's expandable technology and are expected provide broad coverage and a commercial pathway to increase revenue streams through the enforcement of intellectual property rights.

In addition, the Company intends to license its technology to OEM's and other software developers in return for a royalty based on the number of units sold and will continue to market its product to end users via its commerce engine and/or direct marketing programs. There are also numerous vertical market opportunities for the Company in terms of industry-specific applications, the learning disabled market, customized dictionaries and the use of the WordLogic technology by other software developers.

On November 16, 2004, the Company announced the appointment of Dr. David Stirling as Vice President of Business Development for the newly-created Educational Division. Prior to joining WordLogic, Dr. Stirling was Principal of Kyuquot Elementary Secondary School and Director of the Houpsitas Adult Learning Center in Kyuquot, British Columbia. Throughout his career, Dr Stirling has been developing individual education programs for students with learning difficulties. Dr. Stirling has utilized the WordLogic Predictive Keyboard™ with his students and has discovered that is a powerful tool in enabling individuals to communicate effectively.

Patents & Trademarks

Six individual Patent applications have been filed for "Method, system and media for entering data in a personal computing device" in the United States, Canada and Europe.

On March 4, 2004 European Patent No. 1171813 entitled "Data Entry for Personal Computing Devices" was granted to the Company by the European Patent Office. There are over 7,000 claims allowed under the Patent which are directed to methods and systems for entering data on a personal computing device using a search list, a digital keyboard and a pointing device. Examples of "Pointing Devices" are provided for illustration in the Patent specifications and include a pen, stylus, finger, mouse, trackball or the like. The Patent also indicates that the invention may be used with a variety of "personal computing devices" including personal digital assistants ("PDAs") and other hand-held devices, personal computers including tablets, mobile phones, internet appliances and embedded devices having a graphical display and an input interface using a Pointing Device. In addition, the Patent states the invention may be applied to several different types of digital keyboards and keyboard layouts including traditional keyboards.

In the methods and systems claimed, a digital keyboard is displayed on a user interface when a user is entering text. The user-input signal activates an automated search to obtain a list of complete words based on a partial text entry, and then a search list is provided containing completion candidates for the user to select from. Although not specifically defined in the Patent, this process is commonly known as "word completion" or "word prediction".

Preferred embodiments in the Patent include the activation of automated search when a character on the digital keyboard remains selected by the Pointing Device; the automated search is terminated when the Pointing Device is lifted from the surface of the digital keyboard; and the digital keyboard and the search list are displayed simultaneously while the keyboard is in use.

European Patent No. 1171813 has also been nationalized in Germany, France, The United Kingdom, Italy Finland, Spain, The Netherlands and Portugal.

The other five additional patents are pending in the United States, Canada and Europe.

On October 21, 2003 The Company received Trademark approval for the mark "WordLogic" under Reg. No. 2,774,468. A similar trademark application has been approved and registered in Canada under TMA576,700.

Item 3. Controls and Procedures

WordLogic Corporation management, including the Principal Executive Officer and Principal Financial Officer, have conducted an evaluation of the effectiveness of disclosure controls and procedures pursuant to Exchange Act Rule 13a-14(c) and 15d-14(c). This evaluation was conducted within 90 days prior to the filing of this report. Based on that evaluation, the Principal Executive Officer and Principal Financial Officer concluded that the disclosure controls and procedures are effective in ensuring that all material information required to be filed in this annual report has been made known to them in a timely fashion. There have been no significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date the Principal Executive Officer and Principal Financial Officer completed their evaluation.

Part II. OTHER INFORMATION

Item 1. Legal Proceedings

In March 2002, Hewlett-Packard Company ("HP") was granted a license to distribute a trial version of the WordLogic Predictive Keyboard. In December 2002, the Company filed a Copyright infringement claim, as well as related claims under California State law, against HP in the United States District Court for the Northern District of California, San Jose Division.

The case was scheduled for trial in October 2004. Although HP continued to deny liability, on July 22, 2004, the parties signed a settlement agreement whereby HP agreed to pay the Company $2 million in exchange for the Company agreeing to release its claims and dismiss the lawsuit. The settlement has now been completed. The Company's attorneys retained $400,000 out the settlement as payment for fees and costs related to the case, and the remainder has been paid to the Company. The net gain on the settlement, totaling $1,600,000, has been included in the financial statements for this reporting period as an extraordinary gain.

Item 2. Change in Securities and Use of Proceeds

During the nine months ended September 30, 2004, the Company issued 50,000 shares of its common stock to its attorney in exchange for legal services. The transaction was valued based on the value of the services rendered. The Company recorded $37,500 as stock-based compensation for the nine months ended September 30, 2004. The shares of stock were issued in a transaction we believe to be exempt from registration under Section 4(2) of the Securities Act,, The recipient of our stock was an accredited investor as defined in Rule 501 of Regulation D promulgated under Section 4(2) of the Securities Act, and he took his shares for investment purposes without a view to distribution. Furthermore, he had access to information concerning our Company and our business prospects; there was no general solicitation or advertising for the purchase of our shares; there were no commissions paid; and the securities are restricted pursuant to Rule 144.

During the nine months ended September 30, 2004, the Company granted 1,000,000 options to an employee. The options carry an exercise price of $.60 per share and expire on July 1, 2011. 100,000 options vested immediately on the date of grant. The remaining 900,000 options vested evenly, each month, through July 1, 2009. The Company's common stock had a market value of $.60 on the date of grant. As a result, no stock-based compensation was recognized in accordance with APB 25. The weighted average exercise price and weighted average fair value of the options as of December 31, 2003 were $.60 and $.417, respectively. The options were issued in a transaction we believe to be exempt from registration under Section 4(2) of the Securities Act,, The recipient of our stock was an accredited investor as defined in Rule 501 of Regulation D promulgated under Section 4(2) of the Securities Act, and he took his options for investment purposes without a view to distribution. Furthermore, he had access to information concerning our Company and our business prospects; there was no general solicitation or advertising for the purchase of our shares; there were no commissions paid; and the securities are restricted pursuant to Rule 144.

Item 3. Defaults Upon Senior Securities
None

Item 4. Submission of Matters to a Vote of Security Holders
None

Item 5. Other Information
In July of 2004, the company entered into a 24 month employment agreement with its principal software developer. The agreement has a base salary of $100,000 per year and includes 1,000,000 stock options vesting monthly through July 2009 and expiring in July 2011. This agreement is included as an exhibit to this report.

In October of 2004, the company entered into an agreement for public relations and investor relations services with Makovosky & Company, Inc. The agreement projects professional services of $15,000 per month plus expenses. This agreement is included as an exhibit to this report.

Item 6. Exhibits and Reports on Form 8-K

Exhibits

WordLogic Corporation includes herewith the following exhibits:

10.1 Employment and option agreements with Peter Knaven dated July 2004.
10.2 Public and investor relations professional services agreement with Makovosky & Company, Inc., dated October 2004.

31.1 Certification of Principal Executive Officer pursuant to Section 302
31.2 Certification of Principal Accounting Officer pursuant to Section 302

32.1 Certification of Principal Executive Officer pursuant to Section 1350
32.2 Certification of Principal Accounting Officer pursuant to Section 1350

Reports on Form 8-K

On July 27, 2004 WordLogic Corporation filed a Report on Form 8-K with the Securities and Exchange Commission; re: Press Release issued July 23, 2004 – Hewlett – Packard and WordLogic Reach a Settlement.

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.

WordLogic Corporation

Date: November 18, 2004

By: /s/ Frank R. Evanshen, President
Frank R. Evanshen, President
Principal Executive Officer

Date: November 18, 2004

By: /s/ T. Allen Rose, CFO
T. Allen Rose, Chief Financial Officer
Principal Accounting Officer