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BIOPHAN TECHNOLOGIES INC
Form 8-K
June 14, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Earliest event reported) June 14, 2006

BIOPHAN TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Nevada ----- (State or other jurisdiction of incorporation)	0-26057 ----- (Commission file number)	82-0507874 ----- (I.R.S. Employer Identification No.)
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150 Lucius Gordon Drive, Suite 215
West Henrietta, New York

14586

(Address of principal executive offices)

(Zip code)

(585) 214-2441

(Registrant's telephone number
including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On June 14, 2006, we issued a press release announcing that, as part of a restructuring of our Board of Directors, two members of our Board have agreed not to stand for re-election at the 2006 Annual Meeting, scheduled to be held on July 18, 2006. A copy of the press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

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(c) Exhibits

Number -----	Exhibit -----
99.1	Press Release dated June 14, 2006 entitled "Biophan Restructures Board to Qualify for Listing on National Exchange; New Five Person Board Meets Independence Requirements"

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 hereunto duly authorized.

BIOPHAN TECHNOLOGIES, INC.

Date: June 14, 2006

/s/ Darryl L. Canfield

Darryl L. Canfield
Chief Financial Officer