

Edgar Filing: SEAMLESS WI-FI, INC. - Form 8-K

SEAMLESS WI-FI, INC.  
Form 8-K  
May 26, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported) May 24, 2006  
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SEAMLESS WI-FI, INC.  
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(Exact name of registrant as specified in its charter)

|  |   |   |
|--|---|---|
| Nevada<br>-----<br>(State or other<br>jurisdiction of incorporation) | 0-20259<br>-----<br>(Commission<br>File Number) | 33-0845463<br>-----<br>(IRS Employer<br>Identification No.) |
|--|---|---|

|   |                              |
|---|------------------------------|
| 800N. Rainbow Blvd, Suite 208, Las Vegas, Nevada<br>-----<br>(Address of principal executive offices) | 89107<br>-----<br>(Zip Code) |
|---|------------------------------|

775-588-2387  
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Registrant's telephone number, including area code

None  
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(Former name or former address, changes since last report.)

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 followings provisions (see General Instructions A.2. below):

- 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))

Section 1 -Registrant's Business and Operations  
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Item 8.01 Other Events

On May 23, 2006 the registrants Preferred A shares issued and outstanding were

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reduced by 4,510 shares to 956,841 these shares were converted to common stock. The registrant's common stock increased to 231,937,154

This conversion was pursuant to loan agreements between Ayuda Funding and the Registrant for an additional \$600,000, over its current loan amount of \$2,000,000 of which \$1,626,000 was reported in 10Q for March 31, 2006 and includes the \$374,000 that was funded after the end of the quarter.

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.

Seamless Wi-Fi, Inc.

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(Registrant)

May 24, 2006

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Date

/s/ Albert R. Reda

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Albert R. Reda, President