

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

SEAMLESS WI-FI, INC.
Form 8-K
August 29, 2007

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) August 27, 2007

Seamless Wi-Fi, Inc.

(Exact name of registrant as specified in its chapter)

Nevada ----- (State or other jurisdiction of incorporation)	0-20259 ----- (Commission File Number)	33-0845463 ----- (IRS Employer Identification No.)
800N. Rainbow Blvd, Suite 208 Las Vegas, Nevada ----- (Address of principal executive offices)		89107 ----- (Zip Code)

(775)-588-2387

Registrant's telephone number, including area code

N/A

(Former name or former address, if changed 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 following provisions (see General Instruction 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 8 - Other Events

ITEM 8.01 - OTHER EVENTS.

On August 7, 2007, the Board of Directors of Seamless Wi-Fi, Inc. (the "Company" and its "Board") approved a stock dividend payment of 400,000 shares of the

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Company's holdings of 1st Global Financial Corporation Common Stock to the Company's shareholders (the "Shareholders"). Pursuant to the Board's resolution, beginning September 14, 2007, one share of 1st Global Financial Corporation Common Stock shall be distributed for each 20,000 shares of common stock of the Company (the "Shares") held by the Shareholders of record as of September 7, 2007 (the "Record Date"). Shareholders owning fewer than 20,000 Shares as of the Record Date shall receive a cash in lieu payment on or before September 24, 2007 equal to 10% of their holdings based on the Shares' closing price on the Record Date.

The officers of the Company were authorized and directed to perform all acts necessary or appropriate to carry out payment of the stock dividend and cash in lieu amounts.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: August 27, 2007

SEAMLESS WI-FI, INC.

/s/ Albert Reda

By: Albert Reda

Its: Chief Executive Officer and Chief
Financial Officer (Principal Executive
Officer, Principal Financial Officer and
Principal Accounting Officer)