

Edgar Filing: DATAWORLD SOLUTIONS INC - Form 8-K

DATAWORLD SOLUTIONS INC
Form 8-K
March 03, 2005

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): February 28, 2005

Defense Technology Systems, Inc.

(Exact Name of Registrant as Specified in its Charter)

| | | |
|---|--------------------------|---|
| Delaware ----- | 1-9263 ----- | 11-2816128 ----- |
| (State of Incorporation or Organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|---|----------------|
| 275K Marcus Blvd. Hauppauge, New York ----- | 11788 ----- |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code: (631) 951-4000

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 142-12 under the Exchange Act (17 CFR 240.14z-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))

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Item 1.01 - Entry into a Material Definitive Agreement

On February 28, 2005, Defense Technology Systems, Inc. ("DFTS"), signed a definitive agreement with NewMarket Technology, Inc. ("NMKT") to acquire NMKT's majority interest in Digital Computer Integration Corporation which will result in the issuance of two additional classes of preferred stock. A copy of the Agreement and the Certificates of Designation are attached hereto as Exhibits 10.1 - 10.3 and are incorporated herein by reference.

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Item 9.01 - Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

| EXHIBITS | DESCRIPTION |
|----------|--|
| ----- | ----- |
| 10.1 | DCI Acquisition Agreement |
| 10.2 | Certificate of Designation, Preferences and Rights of Class C Cumulative Convertible Preferred Stock |
| 10.3 | Certificate of Designation, Preferences and Rights of Class D Cumulative Preferred Stock |

SIGNATURE

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 thereunto duly authorized.

Date: February 28, 2005

DEFENSE TECHNOLOGY SYSTEMS, INC.

By: /s/ Philip J. Rauch

Philip J. Rauch
Chief Operating & Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description of Document |
|-------------|--|
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