

MPHASE TECHNOLOGIES INC

Form 8-K

July 29, 2011

**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): **July 29, 2011**

mPHASE TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in Charter)

New Jersey	000-24969	22-2287503
(State or Other Jurisdiction	(Commission File Number)	(IRS Employer
of		Incorporation)
Identification No.)		

587 Connecticut Ave., Norwalk, CT 06854-0566

(Address of Principal Executive Offices) (ZIP Code)

Registrant's telephone number, including area code: **(203) 838-2741**

Item 8.01. Other Events

mPhase Technologies, Inc. (XDSL) has entered into a Letter of Intent to acquire 81% of the Common Stock of Energy Innovative Products for a combination of restricted common stock and warrants. A closing of the transaction is expected in October of 2011. All of the common stock will be subject to a lock-up agreement prohibiting any sale for a minimum period of 12 months from the closing date.

Item 9.01. Financial Statements and Exhibits

<u>Exhibit</u>	<u>Description</u>
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99.1	Press Release
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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.

mPHASE TECHNOLOGIES

By: /s/ Martin S. Smiley
Martin S. Smiley
Executive Vice President,
Chief Financial Officer and
General Counsel

Date: July 29, 2011
