

QUEPASA CORP
Form 8-K
August 13, 2008

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 (Date of earliest event reported): **July 31, 2008**

Quepasa Corporation

(Exact name of registrant as specified in its charter)

Nevada
(State or other Jurisdiction of
Incorporation)

001-33105
(Commission File Number)

86-0879433
(IRS Employer
Identification No.)

224 Datura Street,
Suite 1100
West Palm Beach, Florida
(Address of principal executive offices)

33401
(Zip Code)

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Registrant's telephone number, including area code: (561) 491-4181

(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:

- 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))
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Item 3.01

Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

As previously reported on a Form 8-K, Quepasa Corporation (the Company) received a notice letter (the Letter) from The Nasdaq Stock Market (Nasdaq) stating that the Company was no longer in compliance with the requirements for continued listing on The Nasdaq Market (the Listing Requirements).

On July 31, 2008, the Company received a letter from Nasdaq stating that the Staff has determined that the Company is now in compliance with the Listing Requirements. The Company is furnishing a copy of this letter with this Form 8-K.

Item 9.01

Financial Statements and Exhibits.

Exhibit 99.1

Nasdaq Letter furnished as Exhibit 99.1.

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 thereunto duly authorized.

QUEPASA CORPORATION

Date: August 13, 2008

By: /s/ MICHAEL D. MATTE

Name: Michael D. Matte

Title: Executive Vice President and
Chief Financial Officer