

US BIODEFENSE INC  
Form 8-K  
August 14, 2006

**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): August 7, 2006

**US BIODEFENSE, INC.**

(Exact name of Registrant as specified in charter)

Utah  
(State of Other Jurisdiction  
of Incorporation)

000-31431  
(Commission  
File Number)

33-0052057  
(IRS Employer  
Identification No.)

375 South 6th Avenue  
City of Industry, California  
(Address of Principal Executive Offices)

91746  
(Zip Code)

Registrant's telephone number, including area code: (626) 961-0562

13674 E. Valley Blvd.  
City of Industry, California 91746  
(Former Name or Former Address, if Changed Since Last Report)

---

**ITEM 2.01 COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS**

On August 7, 2006, the Registrant entered into a Stock Purchase Agreement (the "Agreement") with Charles Wright and Emergency Disaster Systems, Inc., a California corporation (the "EDS"), pursuant to which the Registrant acquired 1,000 shares of common stock of EDS (the "Shares"), which represents all of the issued and outstanding common stock of EDS, from Mr. Wright. Under the terms of the Agreement, the Registrant agreed to purchase the Shares for an aggregate of \$25,000, paid in cash upon execution of the Agreement from the Registrant's corporate checking account. As a result of the purchase of all of the issued and outstanding common stock of EDS, EDS will become a wholly-owned subsidiary of the Registrant.

**ITEM 3.02 UNREGISTERED SALES OF EQUITY SECURITIES**

On August 7, 2006, the Registrant entered into a Stock Purchase Agreement with Equity Solutions, Inc., a California corporation (the "Equity Solutions"), whereby the Registrant sold an aggregate of 2,000,000 shares of

Edgar Filing: US BIODEFENSE INC - Form 8-K

restricted common stock to Equity Solutions at a price per share of \$0.10, for total cash proceeds of \$200,000.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

Exhibit

Number	Name and/or Identification of Exhibit
2.1	Stock Purchase Agreement
10.1	Stock Purchase Agreement with Equity Solutions, Inc.

---

**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.

**US BIODEFENSE, INC.**  
(Registrant)

Signature	Title	Date
David Chin	President and CEO	August 11, 2006
David Chin	Secretary	August 11, 2006
David Chin	Principal Financial Officer	August 11, 2006

---