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STRONGHOLD TECHNOLOGIES INC

Form 8-K

March 10, 2004

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): March 10, 2004

STRONGHOLD TECHNOLOGIES, INC.
(Exact Name of Registrant as Specified in its Charter)

| | | |
|-------------------------------------------------------------|---------------------------------------|------------------------------------------------------|
| Nevada (State or Other Jurisdiction of Incorporation) | 333-54822 (Commission File Number) | 22-376235 (I.R.S. Employer Identification No.) |
|-------------------------------------------------------------|---------------------------------------|------------------------------------------------------|

| | |
|-------------------------------------------------------------------------------|---------------------|
| 106 Allen Road, Basking Ridge, NJ (Address of Principal Executive Offices) | 07920 (Zip Code) |
|-------------------------------------------------------------------------------|---------------------|

Registrant's telephone number, including area code: (908) 903-1195

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

Private Placements

On March 3, 2004, Stronghold Technologies, Inc. (the "Company") received from Stanford Venture Capital Holdings, Inc. ("Stanford") a loan in the amount of \$437,500. The final terms of the loan are to be determined but the Company expects to pay Stanford an 8% annual coupon on the funds and to redeem the loan not later than three years from the date of funding.

A copy of the promissory note in respect of the \$437,500 loan is attached hereto as Exhibit 4.1.

Item 7 Financial Statements and Exhibits

(c) The following exhibits are filed with this report:

| Exhibit Number | Description |
|----------------|----------------------------------------------------------------------------------------------------------------------------------------------|
| ----- | ----- |
| 4.1 | Promissory Note Granted by Stronghold Technologies, Inc. to Stanford Venture Capital Holdings, Inc. in the Original Face Amount of \$437,500 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934,

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as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

STRONGHOLD TECHNOLOGIES, INC.

By: /s/ Christopher J. Carey

Name: Christopher J. Carey

Title: President and Chief Executive Officer

Dated: March 10, 2004