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AQUACELL TECHNOLOGIES INC

Form 8-K

October 31, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 30, 2006

AQUACELL TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware	1-16165	33-0750453
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
10410 Trademark Street, Rancho Cucamonga, CA		91730
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(Address of principal executive offices)		(Zip Code)

(909) 987-0456

Registrant's telephone number, including area code

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(e))

ITEM 5.02. Departure of Principal Financial Officer and Director.

- (b) Gary S. Wolff, the Registrant's Chief Financial Officer, and a Director of the Registrant, resigned his positions effective October 30, 2006.

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ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Press Release dated October 31, 2006

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 hereunto duly authorized.

AQUACELL TECHNOLOGIES, INC.

Date: October 31, 2006

By: /s/ Karen B. Laustsen

Karen B. Laustsen
President