

GL ENERGY & EXPLORATION INC  
Form 8-K  
July 06, 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): June 30, 2006

**GL ENERGY AND EXPLORATION, INC.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation)

000-31032  
(Commission File Number)

52-2190362  
(IRS Employer Identification No.)

8721 Sunset Blvd., Penthouse 7 Hollywood, California  
(Address of principal executive offices)

90069  
(Zip Code)

Registrant's telephone number, including area code: (310) 659-8770

(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 (see General Instruction A.2.below):

- 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))
-

**Section 1 - Registrant's Business and Operations**

**Item 1.01 Entry into a Material Definitive Agreement.**

Not applicable.

**Item 1.02 Termination of a Material Definitive Agreement.**

Not applicable.

**Item 1.03 Bankruptcy or Receivership.**

Not applicable.

**Section 2 - Financial Information**

**Item 2.01 Completion of Acquisition or Disposition of Assets.**

Not applicable

**Item 2.02 Results of Operations and Financial Condition.**

Not applicable.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

Not applicable.

**Item 2.04 Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement.**

Not applicable.

**Item 2.05 Costs Associated with Exit or Disposal Activities.**

Not applicable.

**Item 2.06 Material Impairments.**

Not applicable.

**Section 3 - Securities and Trading Markets**

**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard: Transfer of Listing.**

Not applicable.

**Item 3.02 Unregistered Sales of Equity Securities.**

Not applicable.

**Item 3.03 Material Modification to Rights of Security Holders.**

Not applicable

---

**Section 4 - Matters Related to Accountants and Financial Statements**

**Item 4.01 Changes in Registrant's Certifying Accountant.**

Not applicable.

**Item 4.02 Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.**

Not applicable.

**Section 5 - Corporate Governance and Management**

**Item 5.01 Changes in Control of Registrant.**

Not applicable.

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On June 30, 2006, Marcus Sanders resigned from his positions as Chief Operating Officer and General Counsel of GL Energy & Exploration, Inc. Mr. Sanders' resignation was not based upon any disagreement with us on any matter relating to our operations, policies or practices.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws: Change in Fiscal Year.**

Not applicable.

**Item 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.**

Not applicable.

**Item 5.05 Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.**

Not applicable.

**Item 5.06 Change in Shell Company Status.**

Not applicable.

**Section 6 - [Reserved]**

Not applicable.

**Section 7 - Regulation FD**

**Item 7.01 Regulation FD Disclosure.**

Not applicable.

**Section 8 - Other Events**

**Item 8.01 Other Events.**

Not applicable.

---

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

Not applicable.

---

**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.

**GL ENERGY AND EXPLORATION**  
(Registrant)

Date: July 5, 2006

By: /s/ David Michery

---

David Michery, President and Chief Executive Officer

---