

Edgar Filing: METROPOLITAN HEALTH NETWORKS INC - Form 8-K

METROPOLITAN HEALTH NETWORKS INC  
Form 8-K  
March 13, 2009

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 13, 2009

METROPOLITAN HEALTH NETWORKS, INC.  
(Exact name of registrant as specified in its charter)

Florida  
(State or other jurisdiction of incorporation)

0-28456  
(Commission file number)

65-0635748  
(I.R.S. Employer Identification No.)

250 Australian Avenue, Suite 400  
West Palm Beach, FL 33401  
(Address of principal executive offices, including zip code)

(561) 805-8500  
(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(c))

Item 8.01 Other Events

On March 13, 2009, we announced that we settled our ongoing litigation with Mr. Noel J. Guillama, who served as our President, Chairman of the Board and Chief Executive Officer from January 1996 through February 2000. The dispute involved 1.5 million restricted shares of common stock (the "Restricted Shares")

## Edgar Filing: METROPOLITAN HEALTH NETWORKS INC - Form 8-K

issued to Mr. Guillama in connection with his personal guarantee of a Company line of credit in 1999. We repaid the line of credit and expected, based on documentation signed by Mr. Guillama, the Restricted Shares issued as collateral to be returned to us. In his complaint, filed on March 13, 2007, Mr. Guillama alleged that we breached an agreement to remove the transfer restrictions from these Restricted Shares.

We have paid Mr. Guillama \$50,000 in cash for the return of the Restricted Shares and in full settlement of all claims. In our Annual Report on Form 10-K for the year ended December 31, 2008, we did not include the Restricted Shares as part of our issued and outstanding shares of common stock and, accordingly, the settlement does not have any impact on our outstanding share count.

### 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.

Date: March 13, 2009

METROPOLITAN HEALTH NETWORKS, INC.

By: /s/ Roberto L. Palenzuela

-----  
Roberto L. Palenzuela  
Secretary and General Counsel