

PAINCARE HOLDINGS INC
Form 8-K
July 15, 2005

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) July 12, 2005

PAINCARE HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Florida

1-14160

06-1110906

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(State or other jurisdiction (Commission File Number) (IRS Employer
of incorporation) Identification No.)

**1030 N. Orange Avenue, Ste. 105, Orlando,
Florida**

(Address of principal executive offices)

32801

(Zip Code)

Registrant's telephone number, including area code: (407) 367-0944

Registrant's facsimile number, including area code: (407) 367-0950

Registrant's Website address: www.PAINCAREINC.COM

Not Applicable

(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))

Item 5.03

Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

The Board of Directors of Paincare Holdings, Inc., pursuant to a unanimous written consent resolution dated July 12, 2005, amended Section 7 of the Company's Bylaws to provide that stockholder action on any matter whatsoever at any meeting of the stockholders shall require the vote required by the applicable section of the Florida Business Corporation Act. A copy of the amended Section 7 is attached hereto as Exhibit 3(ii).

Item 9.01.

Financial Statements and Exhibits

(c)

Exhibits

Exhibit

Description

3(ii)

Amended Section of the Bylaw

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.

Dated: July 15, 2005

PAINCARE HOLDINGS, INC.

By:

/s/ Randy Lubinsky

Randy Lubinsky

Chief Executive Officer