

Arrayit Corp
Form 8-K
January 04, 2010

Standard Industrial Classification Code 3826

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): December 30, 2009

Arrayit Corporation
(Exact name of registrant as specified in its charter)

NEVADA
(State or other jurisdiction of incorporation or organization)

33-119586
(Commission File Number)

76-0600966
(IRS Employer Identification Number)

524 East Weddell Drive
Sunnyvale, CA 94089
(Address of principal executive offices)

Rene' A. Schena
524 East Weddell Drive
Sunnyvale, CA 94089
(Name and address of agent for service)

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408-744-1711

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 3.02, Unregistered Sales of Equity Securities.

On December 30, 2009, we issued 200,000 shares of common stock, par value \$.001 as the first of three installments totaling 600,000 shares in accordance with the terms of a consulting agreement dated December 30, 2009.

The securities were issued without registration under the Securities Act of 1933 in reliance on the exemptions from registration in Section 4(2) and Rule 506 of Regulation D thereunder.

We relied on the exemption from registration in Section 4(2) of the Securities Act and Rule 506 thereunder because the shares were offered and sold in a private transaction without any public solicitation to sophisticated, well informed accredited investors.

Item 9.01, Financial Statements and Exhibits.

None

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.

Arrayit Corporation

Date: December 30, 2009

By: /s/ Rene' A. Schena

Name: Rene' A. Schena

Title: Chief Executive Officer

