

Edgar Filing: instaCare Corp. - Form 8-K

instaCare Corp.  
Form 8-K  
January 25, 2007  
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) January 3, 2007

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**instaCare Corp.**

(Exact name of registrant as specified in its charter)

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Nevada  
(State of other jurisdiction of  
incorporation or organization)

000-33187  
(Commission  
File Number)

91-2105842  
(I.R.S. Employer  
Identification No.)

2660 Townsgate Road  
Suite 300  
Westlake Village, CA  
(Address of Principal Executive Offices)

91361  
(Zip Code)

Registrant's telephone number, including area code: (805) 446-1973

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:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 4 Matters Related to Accounts and Financial Statements**

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

On January 3, 2007, the Registrant accepted a notice from Beckstead & Watts, LLP that the firm would not stand for re-appointment as the Registrant's independent auditor for the year ended December 31, 2006. On January 17, 2007, the Registrant appointed Weaver & Martin, LLC, as their independent accountants for the year ending December 31, 2006. This is a change in accountants recommended and approved by the Registrant's Executive Management and the Registrant's Board of Directors. Weaver & Martin, LLC was engaged by the Registrant on January 17, 2007. During the most recent two fiscal years and the portion of time preceding the decision to engage Weaver & Martin, LLC, neither the Registrant nor anyone engaged on its behalf has consulted with Weaver & Martin, LLC regarding (i) either the application of accounting principals to a specified transaction, either completed or proposed; or the type of audit opinion that might be rendered on the Registrant's financial statements; or (ii) any matter that was either the subject of a disagreement (as defined in Item 304(a)(10)(iv) of Regulation S-B) or a reportable event.

The audit reports issued by Beckstead & Watts, LLP with respect to the Registrant's financial statements for the fiscal years ended December 31, 2005 and 2004 did not contain an adverse opinion or disclaimer of opinion, and were not qualified or modified as to uncertainty, audit scope, or accounting principals, except that Beckstead & Watts, LLP's report contained an explanatory paragraph regarding substantial doubt about the Registrant's ability to continue as a going concern. From 2001 through the notice date, there were no disagreements between the Registrant and Beckstead & Watts, LLP on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of Beckstead & Watts, LLP would have caused it to make a reference to the subject matter of the disagreement in connection with its audit report.

The change in accountants does not result from any dissatisfaction with the quality of professional services rendered by Beckstead & Watts, LLP, as the independent accountants of the Registrant.

**Section 9 Financial Statements and Exhibits**

Item 9.01 Exhibits

**EXHIBITS**

<u>Exhibit Number</u>	<u>Description</u>
(16)	<u>Letter from Beckstead &amp; Watts, LLP, dated January 24, 2007</u>

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

instaCare Corp.

/s/ Keith Berman \_\_\_\_\_

Keith Berman, CFO

Date: January 24, 2007