

CoroWare, Inc,  
Form 8-K  
November 19, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 17, 2008**

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**Coroware, Inc.**

*(Exact name of registrant as specified in its charter)*

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**Delaware**  
*(State or other jurisdiction  
of incorporation)*

**000-33231**  
*(Commission  
File Number)*

**95-4868120**  
*(I.R.S. Employer  
Identification No.)*

**4056 148th Avenue NE  
Redmond, Washington 98052**

*(Address of principal executive offices) (Zip Code)*

Registrant's telephone number, including area code: (800) 641-2676

*Copies to:*

Stephen M. Fleming, Esq.

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Law Offices of Stephen M. Fleming PLLC

110 Wall Street, 11<sup>th</sup> Floor

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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))

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**Item 5.02**

**Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Agreements of Certain Officers**

On November 17, 2008, the Board of Directors of Coroware, Inc. (the Company ) held a special meeting and voted unanimously to remove Martin Nielson as the Chief Financial Officer of the Company because his availability had become extremely limited. Lloyd Spencer, the Interim CEO for the Company, was appointed as the Interim Chief Financial Officer until a replacement is appointed.

**LLOYD T. SPENCER** became interim Chief Executive Office of the Company on January 28 2008, Interim Chief Financial Officer on November 17, 2008 and a member of the Board of Directors and Vice President of the Company since September 20, 2007. Mr. Spencer is also President and CEO of CoroWare Technologies, Inc. Mr. Spencer has over 23 years of experience in the computer and networking industries in engineering, product marketing, business development, and sales management. His expertise spans a spectrum of service provider industries and technologies, including distributed network computing and embedded systems hardware development. Previously, Mr. Spencer has served as Vice-President of Marketing and Sales at eQuest Technologies; Solutions Unit Manager at Microsoft; Assistant Vice-President and Business Unit Manager at Newbridge Networks; and Product Line Manager at Sun Microsystems.

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**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.

**COROWARE, INC.**

By: /s/ Lloyd Spencer  
Lloyd Spencer  
Interim CEO and CFO

Date: November 18, 2008