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TS ELECTRONICS INC
Form 8-K
February 06, 2004

U. S. 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): February 4, 2004

T S Electronics, Inc.
(formerly known as Softstone Inc.)
(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

000-29523
(Commission File Number)

73-1564807
(IRS Employer I.D. Number)

111 Hilltop Lane
Pottsboro, TX 75076
(903) 786-9618
(Address and telephone number of registrant's principal
executive offices and principal place of business)

Item 4. Changes in Registrant's Certifying Accountant.

On February 4, 2004 Kabani & Company, Inc. of Fountain Valley, California, the principal independent accountants of TS Electronics, Inc., formerly Softstone Inc., resigned. Kabani & Company had been engaged as TS Electronics' and previously Softstone's principal independent accountants since September 5, 2002, when it replaced Hogan & Slovacek of Oklahoma City and Tulsa as Softstone's principal independent accountants. See Softstone's Form 8-K filed with the Commission on September 11, 2002 (Commission File No. 000-29523).

The report of Kabani & Company on the financial statements of TS Electronics for its fiscal year ended June 30, 2003 contained no adverse opinions or disclaimers of opinion, and, other than raising substantial doubt about TS Electronics' ability to continue as a going concern for the fiscal year ended June 30, 2003, were not otherwise modified as to uncertainty, audit scope, or accounting principles during the period of its engagement (September 5, 2002)

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to February 4, 2004, the date of resignation. Similarly, the reports of Kabani & Company and Hogan & Slovacek on the financial statements of Softstone contained no adverse opinions or disclaimers of opinion, and, other than raising substantial doubt about Softstone's ability to continue as a going concern for each of the fiscal years ended June 30, 2002 and 2001, were not modified as to uncertainty, audit scope, or accounting principles during such past two years or the interim period to February 4, 2004, the date of resignation.

During the past two years or interim periods prior to February 4, 2004, there were no disagreements between TS Electronics or Softstone and either Kabani & Company or Hogan & Slovacek, whether or not resolved, on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure which, if not resolved to Kabani & Company's or Hogan & Slovacek's satisfaction, would have caused it to make reference to the subject matter of the disagreements in connection with its reports.

TS Electronics provided Kabani & Company with a copy of the disclosures it makes in this Form 8-K and requested Kabani & Company to furnish a letter addressed to the Commission stating whether it agrees with the statements made herein and, if not, stating the respects in which it does not agree. Such a letter is not available at this time, although requested, and shall be filed within two business days of receipt.

On February 4 2004, TS Electronics engaged Evans, Gaither & Associates, PLLC of Oklahoma City, Oklahoma as its new principal accountant to audit its consolidated financial statements.

Item 7. Financial Statements and Exhibits.

(a) Financial Statements.

None

(b) Exhibits.

| Number | Description |
|--------|--|
| 16 | Letter of August 27, 2001 of Grant Thornton LLP agreeing with the statements made in the Form 8-K filed on August 27, 2001 by Softstone Inc., concerning Softstone's change of principal independent accountants.* |
| 16.1 | Letter of September 9, 2002 of Hogan & Slovacek agreeing with the statements made in the Form 8-K filed on September 11, 2002 by Softstone Inc., concerning Softstone's change of principal independent accountants.** |

* Previously filed by Softstone Inc. on August 27, 2001, Commission File No. 000-19523, EDGAR Accession Number 0001060830-01-500091; incorporated herein by reference.

** Previously filed by Softstone Inc. on September 11, 2002, Commission File No. 000-19523, EDGAR Accession Number 0001060830-02-000155; incorporated herein by reference.

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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.

TS Electronics, Inc.

February 5, 2004

By: /s/Keith P. Boyd

Keith P. Boyd, President and Director