

MPHASE TECHNOLOGIES INC
Form 8-K
August 21, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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): **August 21, 2009**

mPHASE TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in Charter)

| | | |
|---------------------|------------------|----------------|
| New Jersey | 000-24969 | 22-2287503 |
| (State or Other | (Commission File | (IRS Employer |
| Jurisdiction of | Number) | Incorporation) |
| Identification No.) | | |

587 Connecticut Ave., Norwalk, CT 06854-0566
(Address of Principal Executive Offices) (ZIP Code)

Registrant's telephone number, including area code: **(203) 838-2741**

Item 8.01. Other Events

On August 19, 2009 mPhase Technologies, Inc. (the "Company") , a New Jersey corporation, received \$250,000 of additional funding from JMJ Financial under the terms of a Convertible Note as described in the Exhibits hereto.

Item 9.01 Financial Statements and Exhibits

| <u>Exhibit</u> | <u>Description</u> |
|----------------|--|
| 99.1 | <u>Convertible Promissory Note - Document B-08102009</u> |
| 99.2 | <u>Convertible Promissory Note - Document C-08102009</u> |
| 99.3 | <u>Letter of Required Acceptance of Funding</u> |

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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.

mPHASE TECHNOLOGIES

By: /s/ Martin S. Smiley
Martin S. Smiley
Executive Vice President,
Chief Financial Officer and
General Counsel

Date: August 21, 2009
