

MPHASE TECHNOLOGIES INC  
Form 8-K  
June 16, 2004

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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): June 15, 2004

**mPHASE TECHNOLOGIES, INC.**

(Exact Name of Registrant as Specified in Charter)

New Jersey  
(State or Other  
Jurisdiction of  
Identification No.)

000-24969  
(Commission File  
Number)

22-2287503  
(IRS Employer  
Incorporation)

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

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

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

mPhase Technologies, Inc. a New Jersey corporation, announced on Tuesday June 15, 2004 that its shareholders had approved an Amendment to its Articles of Incorporation increasing the authorized number of shares of its common stock from 150 million shares to 250 million shares.

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SIGNATURES

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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: June 16, 2004

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