Edgar Filing: AGENT155 MEDIA CORP. - Form 8-K

AGENT155 MEDIA CORP. Form 8-K October 20, 2011 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) October 14, 2011

## AGENT155 MEDIA CORP.

(Formerly Freshwater Technologies Inc.)
(Exact name of registrant as specified in its charter)

Nevada (State or other jurisdiction of incorporation)

000-53871 (Commission File Number)

98-0508360 (IRS Employer Identification No.)

1555 California Street, Suite 309, Denver, CO, 80202 (Address of principal executive offices and Zip Code)

(646) 770-5518 (Registrant's telephone number, including area code)

#### N/A

(Former name or former address, if changed since last report)

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:

- 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))

## Edgar Filing: AGENT155 MEDIA CORP. - Form 8-K

Item 3.02 Unregistered Sales of Equity Securities

Pursuant to consulting agreements with six consultants 2,750,000 shares of S-8 free trading common stock were issued by the Company for compensation for their consulting services.

Pursuant to a marketing consulting agreement a total of 2.300,000 shares of restricted common stock were issued by the Company for compensation for her consulting services.

These issuances brought the total number of issued and outstanding shares of the company to 114,688,839.

These issuances of our shares were made pursuant to the exemption from the registration requirements of the United States Securities Act of 1933, as amended (the "Act"), provided by Section 4(2) of the Act.

### **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.

AGENT155 MEDIA CORP. (Formerly FRESHWATER TECHNOLOGIES, INC.)

/s/ Christopher J. Martinez Christopher J. Martinez President, CEO, CFO, Secretary, Treasurer and Director

Date: October 20, 2011