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INNOVO GROUP INC Form 8-K/A February 02, 2006

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): February 2, 2006 (January 27, 2006)

Innovo Group Inc. (Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-18926 11-2928178 (Commission File Number) (IRS Employer Identification No.)

5804 East Slauson Avenue, Commerce, California 90040 (Address of Principal Executive Offices) (Zip Code)

(323) 725-5516

(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 (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))

ITEM 1.01 Entry into a Material Definitive Agreement.

On January 17, 2006, Innovo Group Inc., or the Company,

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filed a Current Report on Form 8-K, or 8-K, announcing the termination of the services of its Chief Executive Officer, Samuel J. (Jay) Furrow, Jr. effective as of January 20, 2006. On January 27, 2006, the Company entered into a Separation Agreement with Mr. Furrow consistent with the terms approved by the Board of Directors and previously disclosed on the previously filed 8-K, a copy of which is attached hereto and incorporated herein by reference as Exhibit 10.1 to this Current Report on Form 8-K.

ITEM 9.01 Financial Statements and Exhibits

(c) Exhibits.

Exhibit

Number Description

10.1 Separation Agreement executed on January 27, 2006

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 thereunto duly authorized.

INNOVO GROUP INC.
(Registrant)

Date: February 2, 2006 By: /s/ Marc Crossman

Marc Crossman

Interim Chief Executive Officer, President, Chief Financial Officer and Director (Principal Executive Officer and Principal Financial

Officer)

Exhibit Index

Exhibit

Number Description

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