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CONNECTIV CORP
Form 8-K/A
May 09, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington D.C.

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

April 15, 2002

Date of Report (Date of earliest event reported)

CONNECTIVCORP

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

333-70663

(Commission file number)

06-1529524

(IRS employer identification number)

750 Lexington Avenue, 23rd Floor, New York, NY 10022

(Address of principal executive offices)

(212) 750-5858

(Registrant's telephone number, including area code)

ITEM 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT.

(a) On April 15, 2002, ConnectivCorp (the "Company") dismissed Arthur Andersen LLP ("Andersen") as its independent accountants for the year ending December 31, 2001. The decision was approved by the Board of Directors of the Company.

The report of Andersen on the financial statements of the Company for the fiscal year ended December 31, 2000 was qualified as to uncertainty about the Company's ability to continue as a going concern due to the Company's recurring losses from operations and absence of revenues from its proposed business model. Except as described in this Item 4(a), the reports of Andersen on the financial statements of the Company for either of the past two fiscal years did not contain any adverse opinion or disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope or accounting principles.

In addition, during the Company's two most recent fiscal years and through April 15, 2002, there was no disagreement with Andersen on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreement, if not resolved to the satisfaction of

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Andersen, would have caused Andersen to make reference to the subject of that disagreement in its reports on the Company's financial statements.

The Company requested that Andersen furnish it with a letter addressed to the Securities and Exchange Commission (the "SEC") stating whether or not it agrees with the statements in this Item 4(a). A copy of the letter furnished by Andersen in response to that request, dated May 6, 2002, is filed as Exhibit 16.1 to this Form 8-K.

(b) On April 15, 2002, Patrusky Mintz & Semel ("Patrusky") was engaged as the Company's new independent accountants. During the two most recent fiscal years and the interim period preceding the engagement of Patrusky, the Company has not consulted with Patrusky regarding either: (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company's financial statements; or (ii) any matter that was either the subject of a disagreement or event identified in paragraph (a)(1)(iv) of Item 304 of Regulation S-B.

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits:

The following exhibits are filed as part of this report:

| Exhibit Number | Description |
|----------------|--|
| 16.1 | Letter from Arthur Andersen LLP dated May 6, 2002 regarding change in certifying accountant. |

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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.

CONNECTIVCORP

(Registrant)

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By: /s/ Elliot Goldman

Elliot Goldman
President

Dated: May 8, 2002

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EXHIBIT INDEX

| Exhibit No. ----- | Document ----- |
|----------------------|--|
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