

Edgar Filing: NEW ENGLAND ACQUISITIONS INC - Form 8-K

NEW ENGLAND ACQUISITIONS INC
 Form 8-K
 December 24, 2003

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): December 16, 2003

NEW ENGLAND ACQUISITIONS, INC.

(Exact name of registrant as specified in its charter)

Florida	60 W. Randolph Street, Suite 200, Chicago, Illinois 60601	65-1102237
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(State or other jurisdiction of incorporation or organization)	(Address of Principal Executive Offices)	(I.R.S. Employer Identification No.)
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Registrant's telephone number, including area code: 312/762-9273

Item 1. Changes in Control of Registrant.

On December 16, 2003, Rosehill Investments Limited, a Seychelles corporation ("Rosehill"), acquired 11,937,200 shares of New England Acquisitions, Inc.'s ("Company") Common Stock ("Shares") pursuant to a Stock Purchase Agreement among Rosehill, the Company, Mr. Jonathan B. Reisman and Mr. Gary Cella (the "Agreement"). The Agreement provided for the Shares to be sold as follows: 9,234,520 shares from the Company; 1,379,600 shares from Mr. Reisman; and 1,323,100 shares from Mr. Cella. As a result of the stock sale, the Directors of the Company resigned and the following individuals were appointed to the indicated positions:

Louis B. Lichtenfeld	Director and President
Frank Reinschreiber	Director, Secretary and Treasurer

The current number of issued and outstanding shares of the Company is approximately 12,552,395. Consequently, as a result of Rosehill's acquisition, it is now considered a control person of the Company.

The following table sets forth, as of December 23, 2003, certain information regarding the beneficial ownership of shareholders of more than 5% of the Company's Common Stock.

Title of Class	Name and address of beneficial owner	Amount and nature of beneficial ownership	Percent of Class
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Common	Rosehill Investments Limited c/o Philip T. Powers, Esq. 60 W. Randolph Street, Suite 200 Chicago, Illinois 60601	11,937,220	95%
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Exhibit 99.01 - Agreement between Rosehill Investments Limited, New England Acquisitions, Inc., Mr. Jonathan B. Reisman and Mr. Gary Cella, dated December 16, 2003.

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.

New England Acquisitions, Inc.

Date: December 23, 2003

/s/ Louis B. Lichtenfeld

Louis B. Lichtenfeld,
President