

Waytronx, Inc.  
Form 8-K  
September 09, 2010

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):  
September 1, 2010

Commission File Number: 0-29195

WAYTRONX, INC.  
(Name of Small Business Issuer in Its Charter)

---

Colorado  
(State or jurisdiction of  
incorporation or organization)

84-1463284  
(I.R.S. Employer  
Identification No.)

20050 SW 112th Avenue, Tualatin, Oregon  
(Address of Principal Executive Offices)

97062  
(Zip Code)

(503) 612-2300  
(Registrant's telephone number)

---

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 Entry into a Material Definitive Agreement.

1.01

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

Item 7.01 Regulation FD Disclosure

Effective September 1, 2010, the Company and the holder of a \$14,000,000 promissory note agreed to reduce the note principal and to restructure the interest rate and payment terms, thus reducing the remaining balance to \$10,308,983 and setting the interest rate at 6% per annum. The restructured plan calls for a monthly \$51,544.92 payment and a May 15, 2018 balloon payment.

On September 9, 2010 the Company issued a press release announcing this promissory note modification. A copy of the press release is attached hereto as Exhibit 99.1.

The information in this report furnished pursuant to Items 1.01, 2.03 and 7.01 shall not be deemed "filed" for purposes of Section 18 of the Exchange Act, or otherwise subject to liabilities of that section. It may only be incorporated by reference in another filing under the Securities Act of 1933, as amended, if such subsequent filing references Items 1.01, 2.03 and 7.01 of this Form 8-K.

#### 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.

Signed and submitted this 9th day of September 2010.

Waytronx, Inc.

By: /s/ William J. Clough,  
William J. Clough, CEO/President