

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

USURF AMERICA INC

CIK: **1035398** | IRS No.: **721346591** | State of Incorporation: **NV** | Fiscal Year End: **1231**
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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): April 27, 2005

USURF AMERICA, INC.
(Exact name of registrant as specified in Charter)

Nevada	1-15383	91-2117796
(State or other jurisdiction of incorporation or organization)	(Commission File No.)	(IRS Employee Identification No.)

390 Interlocken Crescent, Suite 900
Broomfield, Colorado 80021
(Address of Principal Executive Offices)

303-285-5379
(Issuer Telephone number)

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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))

This Form 8-K and other reports filed by Usurf America, Inc. (the "Registrant" or the "Company") from time to time with the Securities and Exchange Commission (collectively the "Filings") contain forward looking statements and information that are based upon beliefs of, and information currently available to, the Registrant's management as well as estimates and assumptions made by the Registrant's management. When used in the Filings the words "anticipate", "believe", "estimate", "expect", "future", "intend", "plan" or the negative if these terms and similar expressions as they relate to the Registrant or the Registrant's management identify forward looking statements. Such statements reflect the current view of the Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to the Registrant's industry, operations and results of operations and any businesses that may be acquired by the Registrant. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Item 8.01. Other Events.

On April 27, 2005, the Company issued a press release announcing that the Company's newly formed subsidiary, Cardinal Broadband, LLC, executed a memorandum of understanding to acquire the assets and customer list of the Denver based 4Dvision. The acquisition transaction is expected to close within thirty days. A copy of the press release is attached as Exhibit 99.1 to this Current Report.

The Company organized the new subsidiary, Cardinal Broadband, LLC in the state of Colorado (pursuant to C.R.S. ss.7-80-101 to ss.7-80-1101) to serve as the Company's new bundled communications division.

Exhibit No.	Description
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99.1	Press Release dated April 27, 2005

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.

Usurf America, Inc.

By: /s/ David A. Weisman

Chief Executive Officer

Date: May 2, 2005

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EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release dated April 27, 2005

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Exhibit 99.1

Usurf America Acquires 4DVision

Owner and Operator of Extensive Broadband Backbone Network Delivers Bundled Digital Services to Fortune 500 Companies, MTU's, and SOHO Customers

DENVER, April 27 /PRNewswire-FirstCall/ -- Usurf America, Inc. Bulletin Board: USUR), a leading provider of voice, video and high-speed broadband communications services, announced today that the company's Cardinal Broadband division has executed a memorandum of understanding to acquire the assets and customers of Denver-based 4DVision (www.4dv.net), a leading provider of broadband network services in a deal for cash and stock.

4DVision, a privately-held company founded in 1995, owns and operates a redundant broadband communications network that delivers DSL, T1, VoIP, Internet data, and co-location services to over 1500 customers throughout the United States.

Dan Ryan, president of Cardinal Broadband commented, "We have been tracking 4DV for some time and have been impressed with their robust and highly cost-effective broadband network and their blue-ribbon customer base. We are delighted to be bringing them into the Usurf family and look forward to expanding their network operations and rapidly building the subscriber count."

"This was a strategic move for 4DV," said Scot Susmann, CEO of 4DV. "We needed the infrastructure and access to capital markets that Usurf could provide us in order to grow the business and provide a platform to deliver a richer set of bundled digital services to our customers. Cardinal Broadband has the content, the business connections, and the management team to accelerate our business plan and expand our network."

Dan Ryan continued, "We have begun the process of expanding Cardinal Broadband's network infrastructure, geographic footprint, and subscriber base. We are growing our existing business organically, as well as in conjunction with key business partners and strategic and highly focused acquisitions such as 4DV."

The acquisition is expected to close within one month, be fully accretive in terms of revenue, and the network and operating customer base will be fully integrated into Cardinal Broadband. Scot Susmann will continue to oversee the network he has built and will enter into an employment contract with incentives towards expanding the network, subscriber base, and generating revenue and profits.

About USURF America, Inc.

Based in Broomfield, Colo., Usurf America is implementing specific strategies designed to leverage the Company's IP-based software technology enabling fully ubiquitous voice, video and data product deployments in targeted geographic

regions of the United States. For more information about Usurf America, please visit the Company's website at www.usurf.com.

SAFE HARBOR STATEMENT: Some information in this release is forward looking. These forward-looking statements may be affected by the risks and uncertainties in Usurf America and its subsidiaries and divisions. This information is qualified in its entirety by cautionary statements and risk factors disclosure contained in certain of Usurf America's Securities and Exchange Commission filings. Usurf America wishes to caution readers that certain important factors may have affected and could in the future affect its actual results and could cause actual results for subsequent periods to differ materially from those expressed in any forward-looking statement made by or on behalf of Usurf America. There are many factors that will determine whether Usurf America will be successful in its endeavors, including, without limitation, access to adequate capital and consumer acceptance of its telecommunications service offerings. Usurf America undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date hereof.

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