

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**IVOICE, INC /NJ**

CIK: **1105064** | IRS No.: **521750786** | State of Incorporation: **NJ** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-29341** | Film No.: **13550345**  
SIC: **7373** Computer integrated systems design

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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) January 28, 2013**

**IVOICE, INC.**

(Exact name of registrant as specified in its charter)

**New Jersey**

(State or other jurisdiction  
of incorporation)

**000-29341**

(Commission  
File Number)

**51-0471976**

(IRS Employer  
Identification No.)

**19 Briar Hollow Lane, Suite 125, Houston TX**

(Address of principal executive offices)

**77027**

(Zip code)

**Registrant's telephone number, including area code (713) 465 - 1001**

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:

- Written communications pursuant to Rule 425 under the Securities Act.
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act.
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.
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**Item 5.02** Departure of Director or Principal Officer; Election of Directors; Appointment of Principal Officers

Mr. Norris Lipscomb of Wimberley, Texas, was elected to the Board of iVoice, Inc. at a meeting of the Board held July 19, 2012. Mr. Lipscomb was also elected by the Board to be Chairman, CEO, and President of iVoice, Inc.

Frank Neukomm, Chairman and previously CEO of iVoice, Inc., Robert Farr, previously President and COO of iVoice, Inc., and Jim Twedt, Director of iVoice, Inc., resigned their positions as Officers and Directors of iVoice, Inc. effective as of the adjournment of the Board meeting July 19, 2012.

**EXHIBIT  
NO**      **DESCRIPTION**

[Exhibit  
99.1](#)      Press Release dated January 28, 2013 announcing the appointment of Norris Lipscomb.

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**SIGNATURE**

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.

**iVoice, Inc.**

Date: January 28, 2013

By: /s/ Norris Lipscomb

Name: Norris Lipscomb

Title: Chairman and CEO

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### **iVoice, Inc. announces new management**

iVoice, Inc. (OTC: IVOI.PK) announced today the appointment of Mr. Norris Lipscomb of Wimberley, Texas as its new Chairman and CEO, with a stated goal of determining a clear course of action to bring value to shareholders through either commencing or acquiring operations. Mr. Lipscomb replaced Mr. Frank Neukomm and Mr. Robert Farr, both of American Security Resources Corporation, on the board of directors as of July 19, 2012.

*“Due to not being current on its SEC disclosure, capital structure, and debt load, iVoice, Inc. has been unable to commence operations for the last year. Rhodes Holdings LLC continues to be retained by Mr. Lipscomb to determine an acquisition candidate that will provide shareholder value,”* stated Robert C. Rhodes of Rhodes Holdings LLC, a consultant to iVoice for the last eleven months.

### **About iVoice, Inc.**

iVoice, Inc. (traded under “*IVOP*”), is a publicly traded company in a developmental stage that previously engaged in the communications industry as well as the “green” industry associated with hydrogen fuel cells.

### **About American Security Resources Corp.**

American Security Resources Corp. (traded under “*ARSC*”, <http://www.americansecurityresources.com>) owns and develops unique intellectual property related to hydrogen fuel cells and business activities to help speed their implementation, funding, and sales. In early 2012, ARSC took control of iVoice, Inc.

### **About Rhodes Holdings LLC**

Rhodes Holdings LLC (referred to as “*RHL*”, <http://rhodes-holdings.com>) provides management consulting services that allow its clients to seek financing through the public markets, either through mezzanine debt, equity, or bank debt. RHL management consulting is provided within the framework of its copyrighted RHL Methodology.

### **Safe Harbor Statement**

The statements in this release that relate to the Company’s expectations with regard to the future impact on the Company’s results from new products in development are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The results anticipated by any or all of these forward-looking statements may not occur. The Company undertakes no obligation to publicly release the result of any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date hereof, or to reflect the occurrence of unanticipated events or changes in the Company’s plans or expectations.