

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**SUNPEAKS VENTURES, INC.**

CIK: **1470915** | IRS No.: **270777112** | State of Incorpor.: **NV** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-54523** | Film No.: **13528673**  
SIC: **1000** Metal mining

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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): **December 28, 2012**

**SUNPEAKS VENTURES, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other  
jurisdiction of incorporation)

**000-54523**

(Commission  
File Number)

**27-0777112**

(I.R.S. Employer  
Identification No.)

**9337 Fraser Avenue**

**Silver Spring, MD 20910**

(Address of principal executive offices) (zip code)

**(204) 898-8160**

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report.)

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 (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))
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## Section 5 – Corporate Governance and Management

### Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Effective on January 15, 2013, our name will change from Sunpeaks Ventures, Inc. to Pharmagen, Inc. Effective at the open of trading on January 15, 2013, our trading symbol will change to “PHRX.”

The name change was unanimously approved by our Board of Directors on November 5, 2012, and by a majority of our outstanding shares of common stock at our annual shareholder meeting held on December 28, 2012.

### Item 5.07 Submission of Matters to a Vote of Security Holders.

We held our 2012 Annual Meeting of Shareholders on December 28, 2012, in Silver Spring, Maryland. There were shareholders representing 526,599,676 votes present at the meeting, either in person or by proxy, which represented approximately 78% of the 673,549,531 total outstanding votes of the Company, so a quorum was present. The following agenda items set forth in the Company’s 14A Proxy Statement on file with the SEC, were approved:

1. The election of one (1) director, namely Mackie Barch, to serve until the next Annual Meeting of Shareholders and thereafter until a successor is elected and qualified. Mr. Barch was a director prior to the meeting. The shares voting on this agenda item were voted as follows:

Director	Votes For	Votes Against	Votes Withheld	Abstentions	Broker Non-Votes
Mackie Barch	479,834,577	-0-	-0-	958,861	-0-

2. An amendment to our Articles of Incorporation to change the name of the Company from Sunpeaks Ventures, Inc. to Pharmagen, Inc. The shares voting on this agenda item were voted follows:

Votes For	Votes Against	Votes Withheld	Abstentions	Broker Non-Votes
526,599,676	561,365	-0-	147,476	-0-

A more detailed description of each agenda item at the 2012 Annual Shareholders Meeting can be found in our Schedule 14A Proxy Statement filed with the Securities and Exchange Commission on November 19, 2012.

## Section 9 – Financial Statements and Exhibits

### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

#### 3.01 Certificate of Amendment to Articles of Incorporation

## 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.

### **Sunpeaks Ventures, Inc.**

Dated: January 14, 2013

By: /s/ Mackie Barch


By: Mackie Barch

Its: President and Chief Executive Officer



**ROSS MILLER**  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4520  
 (775) 684-5708  
 Website: [www.nvsos.gov](http://www.nvsos.gov)

**Certificate of Amendment**  
 (PURSUANT TO NRS 78,385 AND 78,390)

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20120874787-86</b>
	Filing Date and Time <b>12/28/2012 10:47 AM</b>
	Entity Number <b>E0342832009-5</b>

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**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

**1. Name of corporation:**

Sunpeaks Ventures, Inc.

**2. The articles have been amended as follows: (provide article numbers, if available)**

Article I is amended and restated in its entirety to read as follows:


"Company Name

1. The name of this corporation is Pharmagen, Inc."

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise a least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation\* have voted in favor of the amendment is: majority

4. Effective date and time of filing: (optional)      Date: 01/15/2013      Time:  
 (must not be later than 90 days after the certificate is filed)

**5. Signature: (required)**

**X**   
 \_\_\_\_\_  
 Signature of Officer

**"If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.**

**IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.**

*This form must be accompanied by appropriate fees.*

**Nevada Secretary of State Amend Profit-After  
Revised 8-31-11**