

VERAMARK TECHNOLOGIES INC  
Form 8-K  
March 05, 2007

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) February 27, 2007

VERAMARK TECHNOLOGIES, INC.  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

0-13898  
(Commission File Number)

16-1192368  
(IRS Employer  
Identification No.)

3750 Monroe Avenue, Pittsford, New York 14534  
(Address of Principal Executive Offices including zip code)

(585) 381-6000  
(Registrant's telephone number including area code)

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 (17CFR 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 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 27, 2007, David G. Mazzella, President and Chief Executive Officer, informed the Registrant of his decision to retire as an employee of Registrant on December 31, 2007, and to resign as President and Chief Executive Officer effective his retirement date, concurrent with the end of the term of his Employment Agreement dated March 28, 2005.

The Registrant announced Mr. Mazzella's decision to retire in the press release dated March 5, 2007, attached to this Current Report on Form 8-K as Exhibit 99.1.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

Exhibit 99.1 Veramark Press Release dated March 5, 2007

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**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.

Dated: March 5, 2007

Veramark Technologies, Inc.  
(Registrant)

By /s/ Ronald C. Lundy  
Ronald C. Lundy  
Treasurer

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**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	Press Release dated March 5, 2007, issued by Veramark Technologies, Inc. (the "Registrant").