

MCF CORP
Form 8-A12B
February 04, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

For Registration of Certain Classes of Securities

Pursuant to Section 12(b) or 12(g) of the

Securities Exchange Act of 1934

MCF CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State of Incorporation
or Organization)

11-2936371

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

600 California St., 9th Floor

San Francisco, CA

(Address of Principal Executive Offices)

94108

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class
to be so registered**

**Name of each exchange on which
each class is to be registered**

Common Stock, \$.0001 par value

The NASDAQ Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: None

Securities to be registered pursuant to Section 12(g) of the Act: None

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

The description of the common stock, filed with the Form 8-A/A dated July 7, 2000, is incorporated herein by reference.

ITEM 2. EXHIBITS.

1. Certificate of Incorporation, as amended, of MCF Corporation is incorporated by reference to Form S-1 filed on May 5, 2000 (SEC File # 333-37004).
 2. Amended and Restated Bylaws of MCF Corporation are incorporated by reference to Form 8-K filed May 23, 2007.
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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: February 4, 2008

MCF CORPORATION

By /s/ Christopher Aguilar
 Christopher Aguilar
 General Counsel
