

Edgar Filing: I TRAX INC - Form 8-K

I TRAX INC  
Form 8-K  
March 17, 2005

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): March 14, 2005  
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I-TRAX, INC.

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(Exact name of registrant as specified in its charter)

Delaware	001-31584	23-3057155
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

4 Hillman Drive, Suite 130  
Chadds Ford, Pennsylvania

19317

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(Address of principal executive offices)

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(Zip Code)

Registrant's telephone number, including area code: (610) 459-2405

N/A

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(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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Item 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On March 14, 2005, the Board of Directors of I-trax, Inc. amended Article V, Officers, of I-trax's Bylaws. The amendment:

- o Separates the positions of Chairman and Chief Executive Officer such that a different individual may hold the position of Chairman and the position of Chief Executive Officer.
- o Creates a position of Vice-Chairman and specifies the duties of the Vice-Chairman.
- o Delineates the specific duties and reporting responsibilities of the Chief Executive Officer and the President.
- o Sets forth specific duties of the Secretary.
- o Makes other conforming changes in Article V of the Bylaws.

The full text of the amendment is set forth in Exhibit 3.1 filed with this current report.

Item 9.01 Exhibits.

3.1 Amendment to I-trax, Inc. Bylaws.

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.

I-TRAX, INC.

Date: March 17, 2005

By: /s/ Yuri Rozenfeld

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Name: Yuri Rozenfeld

Title: Vice President and Secretary