

EMERGE INTERACTIVE INC  
Form 8-K  
August 10, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (or Date of Earliest Event Reported): August 10, 2006

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**EMERGE INTERACTIVE, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**000-29037**  
(Commission File Number)

**65-0534535**  
(IRS Employer  
Identification No.)

**10305 102<sup>nd</sup> Terrace**  
**Sebastian, FL**  
(Address of principal executive offices)

**32958**  
(Zip Code)  
Registrant's telephone number, including area code: (772) 581-9700

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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):

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- .. 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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

On August 10, 2006, eMerge Interactive, Inc. issued a press release announcing financial results for the quarter ended June 30, 2006. A copy of the news release and transcript of the related conference call are furnished herewith as Exhibits 99.1 and 99.2, respectively, and are incorporated herein by reference and are not deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 or incorporated by reference in eMerge Interactive's filings under the Securities Act of 1933.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

| <b>Exhibit</b> | <b>Description of Exhibit</b>   |
|----------------|---|
| 99.1.          | Press release, dated August 10, 2006, announcing financial results for the quarter ended June 30, 2006.                             |
| 99.2.          | Transcript of the related conference call, dated August 10, 2006, announcing financial results for the quarter ended June 30, 2006. |

**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, thereunto duly authorized.

Dated: August 10, 2006

**EMERGE INTERACTIVE, INC.**

By: */s/* **DAVID C. WARREN**  
David C. Warren  
President and Chief Executive Officer

**EXHIBIT INDEX**

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