

CYBERLUX CORP

FORM 8-K (Current report filing)

Filed 08/23/07 for the Period Ending 08/23/07

Address	4625 CREEKSTONE DRIVE SUITE 100 DURHAM, NC 27703
Telephone	919-474-9700
CIK	0001138169
Symbol	CYBL
SIC Code	3674 - Semiconductors and Related Devices
Industry	Electronic Instr. & Controls
Sector	Technology
Fiscal Year	12/31

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Address	4625 CREEKSTONE DRIVE SUITE 100 DURHAM, North Carolina 27703
Telephone	919-474-9700
CIK	0001138169
Industry	Not Assigned
Fiscal Year	12/31

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest reported): August 23, 2007

CYBERLUX CORPORATION

(Exact name of registrant as specified in charter)

Nevada
(State or other jurisdiction
of incorporation)

000-33415
(Commission
File Number)

91-2048978
(IRS Employer
Identification No.)

4625 Creekstone Drive, Suite 130, Research Triangle Park, Durham, NC
(Address of principal executive offices)

27703
(Zip Code)

Registrant's telephone number, including area code: (919) 474-9700

Copies to:

John W. Ringo
Secretary and Corporate Counsel
4625 Creekstone Drive, Suite 130
Research Triangle Park
Durham, NC 27703
Phone: (919) 474-9700
Fax: (919) 474-9712

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 Instructions 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 (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))

Item 8.01 Other Events

On August 21, 2007, Cyberlux Corporation (the “Company”) received a Notice of Default from AJW Partners, LLC, New Millennium Capital Partners II, LLC, AJW Qualified Partners, LLC and AJW Offshore, LTD. (collectively, the “Investors”), claiming that the Company was purportedly in default of certain obligations under the Company’s notes issued to the Investors due to refusal by the Company to honor any further conversion of notes to common stock. The Company expected to receive the Notice of Default, and is engaged in negotiations with the Investors to resolve the matter. As such, the Company contemplates that either the Investors or the Company will initiate litigation if these negotiations do not produce a resolution.

ITEM 9.01**Financial Statements and Exhibits.**

(c) Exhibits.

10.1 Notice of Default dated August 21, 2007 from AJW Partners, LLC, New Millennium Capital Partners II, LLC, AJW
Qualified Partners, LLC and AJW Offshore, LTD. to Cyberlux Corporation

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.

CYBERLUX CORPORATION

Dated: August 23, 2007

By: /s/ **Donald F. Evans**

Donald F. Evans

Chief Executive Officer

**AJW PARTNERS, LLC
NEW MILLENNIUM CAPITAL PARTNERS II, LLC
AJW OFFSHORE, LTD.
AJW QUALIFIED PARTNERS, LLC
1044 Northern Boulevard, Suite 302
Roslyn, New York 11576**

NOTICE OF DEFAULT

August 21, 2007

Via Facsimile and
Certified Mail/
Return Receipt Requested
Mr. Mark Schmidt
Cyberlux Corporation
4625 Creekstone Drive, Suite 100, Research Triangle Park
Durham, NC 27703

Re: Cyberlux Corporation Notes issued to AJW Partners, LLC, New Millennium Capital Partners II, LLC, AJW Qualified Partners, LLC and AJW Offshore, LLC (the "Notes").

Dear Mr. Schmidt:


The undersigned, as holders of a majority of the above-referenced Notes, hereby notify Cyberlux Corporation (the "Company") that it is in default of certain obligations under the Notes, and hereby declare an Event of Default under Notes, exercising all rights to which they are entitled under the Notes, including immediate payment of all amounts due under Section 3.10 of the Notes plus all other sums due under the Notes.

Notwithstanding anything contained herein to the contrary, the undersigned holder expressly reserves any and all claims, rights and remedies which may be available at law or equity. Furthermore, failure to include in this notice any other existing defaults which may exist with regard to the Notes shall in no way be construed as a waiver of such defaults.

Very truly yours,

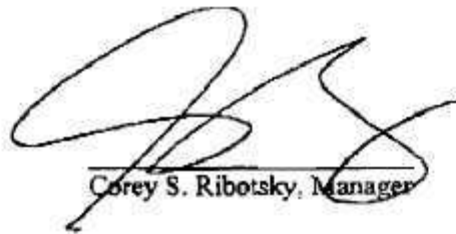
AJW PARTNERS, LLC

By: SMS GROUP, LLC


Corey S. Ribotsky, Manager

NEW MILLENNIUM CAPITAL PARTNERS II, LLC

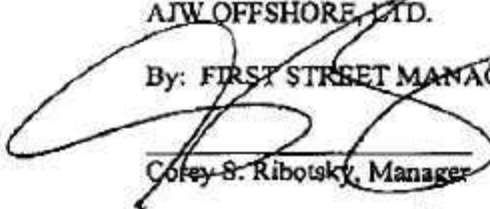
By: FIRST STREET MANAGER II, LLC



Corey S. Ribotsky, Manager

AJW OFFSHORE, LTD.

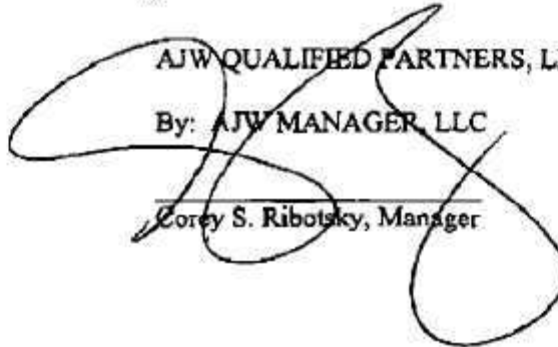
By: FIRST STREET MANAGER II, LLC



Corey S. Ribotsky, Manager

AJW QUALIFIED PARTNERS, LLC

By: AJW MANAGER, LLC



Corey S. Ribotsky, Manager
