

ICEWEB INC  
Form 8-K  
June 24, 2008

**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): June 19, 2008

**ICEWEB, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**0-27865**  
(Commission  
File Number)

**13-264097**  
(I.R.S. Employer  
Identification No.)

**205 Van Buren Street, Suite 150, Herndon, Virginia 20170**

(Address of Principal Executive Office) (Zip Code)

**703-964-8000**

(Registrant's telephone number, including area code)

**N/A**

(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))

**Item 8.01 Other Events.**

On June 19th, 2008, the Company decided not to go forward with the proposed two-for-one forward split of its common stock, and has cancelled the special meeting of its stockholders which had been tentatively scheduled for July 11th.

**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.

**ICEWEB, INC.**

By: /s/ John R. Signorello  
John R. Signorello

Chief Executive Officer

Date: June 19, 2008