

RAMP CORP  
Form 8-K  
July 11, 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): June 30, 2005

**Ramp Corporation**

(Exact name of registrant as specified in its charter)

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

**0-24768**  
(Commission  
File Number)

**841123311**  
(IRS Employer  
Identification No.)

**33 Maiden Lane, New York NY**  
(Address of principal executive offices)

**10038**  
(Zip Code)

Registrant's telephone number, including area code: **(212) 440-1500**

**Not Applicable**

(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 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On June 30, 2005, Dr. Jeffrey Stahl resigned as a member of the Board of Directors of Ramp Corporation (the “Company”). There were no disagreements between Dr. Stahl and the Company relating to any of the Company’s operations, policies or practices.

**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.

**RAMP CORPORATION**  
(Registrant)

Date: July 6, 2005

By: /s/ Ronald Munkittrick

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Ronald Munkittrick  
Chief Financial Officer