

IMARX THERAPEUTICS INC
Form 8-K
May 11, 2009

**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): May 5, 2009

ImaRx Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

001-33043

(Commission File Number)

86-0974730

(IRS Employer Identification No.)

12277 134th Court NE, Suite 202

Redmond, WA

(Address of Principal Executive Offices)

98052

(Zip Code)

Registrant's telephone number, including area code: **(425) 821-5501**

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 4.01 CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT

(a) Resignation of independent registered public accounting firm

In connection with the reorganization of McKennon, Wilson & Morgan LLP (the Former Auditors), certain of its audit partners resigned and joined a new accounting firm called DBBMcKennon. As a result, the Former Auditors resigned as the independent auditors of ImaRx Therapeutics, Inc. (the Company) effective May 5, 2009. The Former Auditors had been the Company's auditor since December 19, 2008.

The Audit Committee of the Company's Board of Directors approved the resignation of the Former Auditors.

The Former Auditors' audit report on the Company's financial statements for each of the past two fiscal years did not contain an adverse opinion or disclaimer of opinion, and was not qualified or modified as to uncertainty, audit scope or accounting principles, except that the Former Auditors' report on the Company's financial statements for each of the past two fiscal years included an explanatory paragraph describing the uncertainty as to the Company's ability to continue as a going concern.

During the fiscal years ended December 31, 2008 and 2007 and through May 5, 2009, (a) there were no disagreements between the Company and the Former Auditors on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of the Former Auditors, would have caused the Former Auditors to make reference to the subject matter of the disagreement in connection with its reports on the financial statements for such years; and (b) no reportable events as set forth in Item 304(a)(1)(v) of Regulation S-K have occurred.

The Company provided the Former Auditors with a copy of the disclosures it is making in response to Item 304(a) of Regulation S-K in this Current Report on Form 8-K prior to its filing with the Securities and Exchange Commission (the SEC) and requested that the Former Auditors furnish it with a letter addressed to the SEC stating whether the Former Auditors agree with the above statements, and if not, stating the respects in which it does not agree. A copy of such letter, dated May 5, 2009, is filed as Exhibit 16.1 hereto.

(b) Engagement of new independent registered public accounting firm.

Effective May 5, 2009, the Audit Committee of the Company's Board of Directors appointed DBBMcKennon (the New Auditors) as the Company's new independent auditors.

During the fiscal years ended December 31, 2008 and 2007 and through May 5, 2009, neither the Company nor anyone acting on its behalf consulted with the New Auditors regarding any of the matters or events set forth in Item 304(a)(2)(i) and (ii) of Regulation S-K.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

Exhibits

16.1 Letter on change in certifying accountant from McKennon, Wilson & Morgan LLP dated May 5, 2009.

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 thereunto duly authorized.

Dated: May 11, 2009

ImaRx Therapeutics, Inc.

/s/ Bradford A. Zakes

By: Bradford A. Zakes

President and Chief Executive Officer