

MOBILEPRO CORP  
Form 8-K  
September 15, 2004

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:

September 15, 2004

MOBILEPRO CORP.

(Exact Name of Registrant as Specified in Charter)

Delaware  
(State of Incorporation)

002-97869-D  
(Commission File Number )

87-0419571  
(IRS Employer Identification No.)

6701 Democracy Blvd., Suite 300  
Bethesda, MD 20817

(Address of principal executive offices) (Zip Code)

(301) 315-9040

(Registrant's telephone number)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction 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 2.01. Completion of Acquisition or Disposition of Assets.

On September 15, 2004, our subsidiary, DFW Internet Services, Inc. (d/b/a Nationwide Internet) ("DFW"), completed an acquisition of World Trade Network, Inc., a Texas based internet service provider ("World Trade"). We paid approximately \$2,200,000 of consideration, consisting in part of \$1,200,000 in cash, \$250,000 in convertible notes, which notes are convertible into shares of our common stock, and the assumption of approximately \$500,000 in liabilities, for all of the outstanding shares of World Trade. As a result of the acquisition, we acquired certain plant, equipment or other physical property that World Trade used in its business and we intend to continue such use.

A copy of the press release announcing the completion of the acquisition is attached as an exhibit under Item 9.01(c) of this report.

Item 9.01. Financial Statements and Exhibits.

The Company intends to file by amendment the required financial statements reflecting the acquisition of all of the issued and outstanding stock of World Trade no later than 71 days after the date that this report on Form 8-K must be filed.

(c) Exhibits Furnished.

2.1 Agreement and Plan of Merger, dated as of September 15, 2004.

99.1 Press Release, dated September 15, 2004.

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.

By: /s/ Jay O. Wright  
Jay O. Wright  
President and Chief Executive Officer  
MOBILEPRO CORP.

Date: September 15, 2004