

Edgar Filing: PROTON LABORATORIES INC - Form S-8

PROTON LABORATORIES INC

Form S-8

November 22, 2004

As filed with the Securities and Exchange Commission on November 19, 2004.

Registration No. _____

United States Securities and Exchange Commission
Washington, D.C. 20549

Form S-8
Registration Statement
Under
The Securities Act of 1933

Proton Laboratories, Inc.
(Exact Name of Registrant as specified in its charter)

Washington
(State or Other Jurisdiction of
Incorporation or Organization)

91-2022700
(I.R.S. Employer
Identification Number)

Proton Laboratories, Inc.
1135 Atlantic Avenue, Suite 101, Alameda, CA 94501
Alameda, California 94501
voice: (510) 865-6412
fax: (510) 865-9385
(Address and telephone number of principal executive offices and
principal place of business)

2004 Marketing Consultants Stock Plan
(Full Title of the Plan)

Edward Alexander, Chief Executive Officer and President
1135 Atlantic Avenue, Suite 101, Alameda, CA 94501
Alameda, California 94501
voice: (510) 865-6412
fax: (510) 865-9385
(Name, address, including zip code, and telephone number,
including area code, of agent for service)

With a Copy to:
Joel Seidner, Esq.
1240 Blalock, Suite 250
Houston, Texas 77055
voice: (713) 461-2627 ext. 210
fax: (713) 461-2633

Calculation Of Registration Fee

| Title of Securities to be Registered | Amount to be Registered | Proposed Maximum Offering Price Per Share (1) | Proposed Maximum Aggregate Offering Price | Amount of Registration Fee |
|--------------------------------------|-------------------------|---|---|----------------------------|
| Common Stock, | 945,000 shares | \$0.52 | \$491,400.00 | \$63.00 |

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par value \$0.001,
to be issued upon grant of
stock from the 2004
Marketing Consultants Stock Plan.
