

PHOENIX FOOTWEAR GROUP INC

Form 8-K

July 27, 2006

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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) July 27, 2006 (July 25, 2006)  
PHOENIX FOOTWEAR GROUP, INC..**

(Exact Name of Registrant as Specified in Its Charter)  
Delaware

(State or Other Jurisdiction of Incorporation)

001-31309

15-0327010

(Commission File Number)

(IRS Employer Identification No.)

5759 Fleet Street, Suite 220, Carlsbad, California

92008

(Address of Principal Executive Offices)  
(760) 602-9688

(Zip Code)

(Registrant's Telephone Number, Including Area Code)

(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 (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))
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**INFORMATION TO BE INCLUDED IN THE REPORT**

**Section 5 Corporate Governance and Management**

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

The Board of Directors of Phoenix Footwear Group, Inc. (the Company ) has elected of Robert A. Gunst, to the Board of Directors, to be effective August 3, 2006. A press release regarding the election is attached as Exhibit 99.1. Mr. Gunst has not yet been assigned to any Board committees, has no relationships with the Company as those relationships are defined in Item 404(a) of Regulation S-K, and does not have any arrangements or understandings with other persons pursuant to which he was selected as a director.

**Section 9 Financial Statement and Exhibits**

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release issued July 25, 2006

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**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.

**VIRTUALSCOPICS, INC.**

Date: July 27, 2006

By: /s/ Kenneth E. Wolf  
Name: Kenneth E. Wolf  
Title: Chief Financial Officer

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**EXHIBIT INDEX**

Exhibit Number	Description
99.1	Press Release issued July 25, 2006

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