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ALTRIMEGA HEALTH CORP
Form 8-K
December 23, 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

December 17, 2004

ALTRIMEGA HEALTH CORPORATION
(Exact Name of Registrant as Specified in Charter)

| | | |
|---|--|--|
| Nevada (State or other jurisdiction of incorporation) | 000-29057 (Commission File Number) | 87-0631750 (IRS Employer Identification No.) |
|---|--|--|

| | |
|--|---------------------|
| 4702 Oleander Drive, Suite 200, Myrtle Beach, South Carolina (Address of principal executive offices) | 29577 (Zip code) |
|--|---------------------|

Registrant's telephone number, including area code: (843) 497-7028

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 1.01 Entry into a Material Definitive Agreement.

On December 17, 2004, Altrimega Health Corporation, d/b/a Creative Holdings & Marketing Corporation signed a definitive Share Exchange Agreement to acquire all of the outstanding shares of common stock of Top Gun Sports & Entertainment, Inc., in exchange for the issuance of 15,750,000 shares of the Altrimega Health Corporation common stock to the current shareholders of Top Gun Sports & Entertainment, Inc. The closing of the transaction is conditioned upon Altrimega's shareholders approving a change of the Company's name to Top Gun Sports & Entertainment, Inc., a 1-for-1,000 reverse stock split, and Top Gun

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Sports receiving a minimum of \$750,000 through a private placement of convertible debt. The Company is in the process of completing a preliminary information statement relating to these shareholder approval issues.

Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable
- (b) Not applicable
- (c) Exhibit No. Description

| Exhibit | Description | Location |
|--------------|---|----------|
| Exhibit 99.1 | Exchange Agreement between Altrimega Health Corporation d/b/a Creative Holdings & Marketing Corporation and Top Gun Sports & Entertainment. | Provide |

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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.

Date: December 23, 2004

ALTRIMEGA HEALTH CORPORATION

By: /s/ John Gandy

Name: John Gandy
Title: President

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