

ARI NETWORK SERVICES INC /WI  
Form 8-K  
October 31, 2006

**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): **October 26, 2006**

**ARI NETWORK SERVICES, INC.**

(Exact name of registrant as specified in its charter)

Wisconsin  
(State or other jurisdiction  
of incorporation)

0-19608  
(Commission  
File Number)

39-1388360  
(IRS Employer  
Identification No.)

**11425 West Lake Park Drive, Suite 900**  
Milwaukee, Wisconsin  
(Address of principal executive offices)

53224  
(Zip Code)

Registrant's telephone number, including area code: **(414) 973-4300**

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 October 26, 2006, ARI Network Services, Inc. (the Company ) entered into a Note Modification Agreement with JPMorgan Chase Bank, N.A., which increases the Line of Credit Note previously executed by the Company on July 9, 2004 to \$1,000,000. A copy of the Note Modification Agreement is included as Exhibit 10.1 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d)

Exhibits

<u>Exhibit No</u>	<u>Description</u>
10.1	Note Modification Agreement between the Company and JPMorgan Chase Bank, N.A. dated October 26, 2006.

**SIGNATURE**

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: October 30, 2006

**ARI NETWORK SERVICES, INC.**

By: /s/ Brian E. Dearing

Brian E. Dearing

Chairman and Chief Executive Officer

**EXHIBIT INDEX**

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