

MPHASE TECHNOLOGIES INC  
Form 8-K  
December 29, 2006

---

## 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): **December 28, 2006**

### mPHASE TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in Charter)

New Jersey (State or Other Jurisdiction of Identification No.)	000-24969 (Commission File Number)	22-2287503 (IRS Employer Incorporation)
-------------------------------------------------------------------------	------------------------------------------	-----------------------------------------------

587 Connecticut Ave., Norwalk, CT 06854-0566  
(Address of Principal Executive Offices) (ZIP Code)

Registrant's telephone number, including area code: **(203) 838-2741**

---

Item 8. Other Events

mPhase Technologies, Inc. (OTC:XDSL) has received a contract from American Express Travel Related Services Company, Inc. whereby mPhase will act as a consultant with respect to evaluation of the power solutions of a state of the art credit card with enhanced capabilities. mPhase will receive an advisory fee in connection with such evaluation from American Express Travel Related Services, Inc. mPhase Technologies, Inc., along with its partner Alcatel/Lucent/Bell Labs, has been jointly conducting research since February 2004 that demonstrates control and manipulation of fluids on superhydrophobic surfaces to create power cells by controlling wetting behavior of electrolyte on nanostructured electrode surfaces. The scientific research has set the groundwork for continued exploration in the development of intelligent nanotechnology power cells or nano batteries.

---

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.

mPHASE TECHNOLOGIES

By: /s/ Martin S. Smiley  
Martin S. Smiley  
Executive Vice President,  
Chief Financial Officer and  
General Counsel

Date: December 29, 2006

---