

Edgar Filing: USA TECHNOLOGIES INC - Form 8-A12G

USA TECHNOLOGIES INC
Form 8-A12G
October 28, 2002

SEC 1922
(02-01)
Previous versions obsolete

PERSONS WHO RESPOND TO THE COLLECTION OF
INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM
DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

OMB APPROVAL
OMB Number: 3235-0056
Expires: September 30, 2003
Estimated average burden
hours per response 3

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(B) OR
(G) OF THE SECURITIES EXCHANGE ACT OF 1934

USA TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Pennsylvania 23-2679963
(State of incorporation or organization) (I.R.S. Employer Identification No.)

200 Plant Avenue, Wayne, PA 19087
(Address of principal executive offices) (Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered None _____	Name of each exchange on which each class is to be registered None _____
--	--

If this form relates to the registration of a class of securities pursuant to
Section 12(b) of the Exchange Act and is effective pursuant to General
Instruction A.(c), check the following box. []

If this form relates to the registration of a class of securities pursuant to
Section 12(g) of the Exchange Act and is effective pursuant to General
Instruction A.(d), check the following box. [x]

Securities Act registration statement file number to which this form relates:
_____(if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

Edgar Filing: USA TECHNOLOGIES INC - Form 8-A12G

Common Stock, no par value per share.
(Title of class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

The description of the securities to be registered hereby as set forth under the caption "Description of Securities" in (i) the Prospectus included in the registrant's Registration Statement on Form SB-2 (Commission File No. 333-86064) originally filed on April 11, 2002 (the "Registration Statement"), and (ii) the related final form of the Prospectus, is incorporated herein by reference.

ITEM 2. EXHIBITS.

The following exhibits are filed as part of this registration statement:

Exhibit No.	Exhibit Description
-----	-----
3.1	Articles of Incorporation of the Company filed on January 16, 1992 (Incorporated by reference to Exhibit 3.1 to the Registration Statement).
3.1.1	First Amendment to Articles of Incorporation of the Company filed on July 17, 1992 (Incorporated by reference to Exhibit 3.1.1 to the Registration Statement).
3.1.2	Second Amendment to Articles of Incorporation of the Company filed on July 27, 1992 (Incorporated by reference to Exhibit 3.1.2 to the Registration Statement).
3.1.3	Third Amendment to Articles of Incorporation of the Company filed on October 5, 1992 (Incorporated by reference to Exhibit 3.1.3 to the Registration Statement).
3.1.4	Fourth Amendment to Articles of Incorporation of the Company filed on October 18, 1993 (Incorporated by reference to Exhibit 3.1.4 to the Registration Statement).
3.1.5	Fifth Amendment to Articles of Incorporation of the Company filed on June 7, 1995 (Incorporated by Reference to Exhibit 3.1.5 to the Registration Statement).
3.1.6	Sixth Amendment to Articles of Incorporation of the Company filed on May 1, 1996 (Incorporated by Reference to Exhibit 3.1.6 to the Registration Statement).
3.1.7	Seventh Amendment to Articles of Incorporation of the Company filed on March 24, 1997 (Incorporated by reference to Exhibit 3.1.7 to the

Edgar Filing: USA TECHNOLOGIES INC - Form 8-A12G

Registration Statement).

- 3.1.8 Eighth Amendment to Articles of Incorporation of the Company filed on July 6, 1998 (Incorporated by reference to Exhibit 3.1.8 to the Registration Statement).
 - 3.1.9 Ninth Amendment to Articles of Incorporation of the Company filed on October 1, 1998 (Incorporated by reference to Exhibit 3.1.9 to the Registration Statement).
 - 3.1.10 Tenth Amendment to Articles of Incorporation of the Company filed on April 12, 1999 (Incorporated by reference to Exhibit 3.1.10 to the Registration Statement).
 - 3.1.11 Eleventh Amendment to Articles of Incorporation of the Company filed on June 7, 1999 (Incorporated by reference to Exhibit 3.1.11 to the Registration Statement).
 - **3.1.12 Twelfth Amendment to Articles of Incorporation of the Company filed on March 22, 2002.
 - **3.1.13 Thirteenth Amendment to Articles of Incorporation of the Company on May 14, 2002.
 - 3.2 By-Laws of the Company (Incorporated by reference to Exhibit 3.2 to the Registration Statement).
-

** Filed herewith

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

USA Technologies, Inc.

/s/ Geroge R. Jensen. Jr.

By _____
George R. Jensen, Jr., Chief Executive Officer

Date: October 28, 2002

Exhibit Index

-
- 3.1 Articles of Incorporation of the Company filed on January 16, 1992 (Incorporated by reference to Exhibit 3.1 to the Registration Statement).
 - 3.1.1 First Amendment to Articles of Incorporation of the Company filed on July 17, 1992 (Incorporated by reference to Exhibit 3.1.1 to the Registration Statement).
 - 3.1.2 Second Amendment to Articles of Incorporation of the Company filed on July 27, 1992 (Incorporated by reference to Exhibit 3.1.2 to the Registration Statement).

Edgar Filing: USA TECHNOLOGIES INC - Form 8-A12G

- 3.1.3 Third Amendment to Articles of Incorporation of the Company filed on October 5, 1992 (Incorporated by reference to Exhibit 3.1.3 to the Registration Statement).
 - 3.1.4 Fourth Amendment to Articles of Incorporation of the Company filed on October 18, 1993 (Incorporated by reference to Exhibit 3.1.4 to the Registration Statement).
 - 3.1.5 Fifth Amendment to Articles of Incorporation of the Company filed on June 7, 1995 (Incorporated by Reference to Exhibit 3.1.5 to the Registration Statement).

 - 3.1.6 Sixth Amendment to Articles of Incorporation of the Company filed on May 1, 1996 (Incorporated by Reference to Exhibit 3.1.6 to the Registration Statement).
 - 3.1.7 Seventh Amendment to Articles of Incorporation of the Company filed on March 24, 1997 (Incorporated by reference to Exhibit 3.1.7 to the Registration Statement).
 - 3.1.8 Eighth Amendment to Articles of Incorporation of the Company filed on July 6, 1998 (Incorporated by reference to Exhibit 3.1.8 to the Registration Statement).
 - 3.1.9 Ninth Amendment to Articles of Incorporation of the Company filed on October 1, 1998 (Incorporated by reference to Exhibit 3.1.9 to the Registration Statement).
 - 3.1.10 Tenth Amendment to Articles of Incorporation of the Company filed on April 12, 1999 (Incorporated by reference to Exhibit 3.1.10 to the Registration Statement).
 - 3.1.11 Eleventh Amendment to Articles of Incorporation of the Company filed on June 7, 1999 (Incorporated by reference to Exhibit 3.1.11 to the Registration Statement).
 - **3.1.12 Twelfth Amendment to Articles of Incorporation of the Company filed on March 22, 2002.
 - **3.1.13 Thirteenth Amendment to Articles of Incorporation of the Company on May 14, 2002.

 - 3.2 By-Laws of the Company (Incorporated by reference to Exhibit 3.2 to the Registration Statement).
-

** Filed herewith