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NETWORK INSTALLATION CORP

Form 8-K

May 14, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: May 13, 2004  
(Date of earliest event reported)

NETWORK INSTALLATION CORPORATION  
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(Exact name of Registrant as specified in its charter)

|  |                          |                                    |
|--|--------------------------|------------------------------------|
| Nevada   | 000-25499                | 88-0390360                         |
| -----  | -----                    | -----                              |
| (State or<br>other jurisdiction<br>Identification No.) | (Commission File Number) | (IRS Employer<br>of incorporation) |

18 Technology Drive  
Suite 140A  
Irvine, CA 92618  
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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (949)753-7551

ITEM 5. OTHER EVENTS AND REG. FD DISCLOSURE

On May 13, 2004, we issued a press release with the Chairman of the Board's Letter to Shareholders regarding the current condition of the Company.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits:

99.1 Press Release dated May 13, 2004

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NETWORK INSTALLATION CORPORATION  
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Registrant

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Date: May 14, 2004

By: /s/ Michael Cummings

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Name: Michael Cummings  
Title: CEO and Director