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CRDENTIA CORP
Form 8-K
February 20, 2004

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): February 4, 2004

CRDENTIA CORP.
(Exact name of Registrant as Specified in its Charter)

| | | |
|---|-----------------------------|--|
| DELAWARE | 0-31152 | 76-0585701 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification Number) |

14114 Dallas Parkway, Suite 600, Dallas, Texas 75254
(Address of principal executive offices) (Zip Code)

(972) 850-0780
(Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

ITEM 5. Other Events.

On February 4, 2004, we, Crdentia Corp., issued an additional 1,000,000 shares of Series A Convertible Preferred Stock at a per share price of \$1.00 to one investor. The shares of Series A Convertible Preferred Stock have the rights, preferences and privileges described in the report on Form 8-K filed on December 30, 2003 and as set forth in the Certificate of Designations, Preferences and Rights of Series A Preferred Stock filed as Exhibit 4.1 thereto. In connection with the issuance of the shares of Series A Convertible Preferred Stock, we filed a Certificate of Amendment of Certificate of Designations, Preferences and Rights of Series A Preferred Stock with the Secretary of State of the State of Delaware on February 3, 2004, so as to designate for issuance a total of 2,750,000 shares of Series A Convertible Preferred Stock. A copy of the Certificate of Amendment is attached as Exhibit 4.3 to this report.

In addition, the holders of such shares of Series A Convertible Preferred Stock will be entitled to the registration rights set forth in the Registration Rights Agreement dated December 17, 2003 by and among us and such holders and a copy of which is filed as Exhibit 4.2 to the report on Form 8-K filed on December 30, 2003.

ITEM 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

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- 4.1(1) Certificate of Designations, Preferences and Rights of Series A Preferred Stock of Crdentia Corp.
- 4.2(2) Registration Rights Agreement dated December 17, 2003 by and among Crdentia Corp. and the investors listed on Schedule A attached thereto.
- 4.3 Certificate of Amendment of Certificate of Designations, Preferences and Rights of Series A Preferred Stock of Crdentia Corp.

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- (1) Previously filed as Exhibit 4.1 to the report on Form 8-K filed with the Securities and Exchange Commission on December 30, 2003 and incorporated herein by reference.
 - (2) Previously filed as Exhibit 4.2 to the report on Form 8-K filed with the Securities and Exchange Commission on December 30, 2003 and incorporated herein by reference.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has caused this report on Form 8-K to be signed on its behalf by the undersigned thereunto duly authorized.

Date : February 20, 2004

CRDENTIA CORP.
/S/ WILLIAM S. LEFTWICH
By: William S. Leftwich,
Chief Financial Officer and Secretary

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EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|---|
| 4.1(1) | Certificate of Designations, Preferences and Rights of Series A Preferred Stock of Crdentia Corp. |
| 4.2(2) | Registration Rights Agreement by and among Crdentia Corp. and the investors listed on Schedule A attached thereto. |
| 4.3 | Certificate of Amendment of Certificate of Designations, Preferences and Rights of Series A Preferred Stock of Crdentia Corp. |

- (1) Previously filed as Exhibit 4.1 to the report on Form 8-K filed with the Securities and Exchange Commission on December 30, 2003 and incorporated herein by reference.
- (2) Previously filed as Exhibit 4.2 to the report on Form 8-K filed with the Securities and Exchange Commission on December 30, 2003 and incorporated herein by reference.

