

Nuance Communications, Inc.

Form 8-K

October 19, 2005

Table of Contents

**UNITED STATES
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)
October 17, 2005**

NUANCE COMMUNICATIONS, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or Other Jurisdiction of
Incorporation)

000-27038
(Commission File Number)

94-3156479
(IRS Employer
Identification No.)

**1 Wayside Road
Burlington, Massachusetts 01803**
(Address of Principal Executive Offices, including Zip Code)
(781) 565-5000

(Registrant's telephone number, including area code)

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

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 (see General Instruction A.2. below):

- 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))
-

TABLE OF CONTENTS

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Item 9.01. Financial Statements and Exhibits.

SIGNATURES

EXHIBIT INDEX

EX-3.1 CERTIFICATE OF OWNERSHIP AND MERGER

EX-99.1 PRESS RELEASE DATED OCTOBER 18, 2005

Table of Contents

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On October 17, 2005, ScanSoft, Inc. amended its Certificate of Incorporation to change its name from ScanSoft, Inc. to Nuance Communications, Inc. pursuant to a filing with the Secretary of State of Delaware. Pursuant to Section 253 of the Delaware General Corporation Law, no stockholder vote was required or obtained for the name change. A copy of the Certificate of Ownership and Merger is attached hereto as Exhibit 3.1. The press release announcing the name change is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

3.1 Certificate of Ownership and Merger

99.1 Press Release dated October 18, 2005 by ScanSoft, Inc.

Table of Contents

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.

ScanSoft, Inc.

By: /s/ James R. Arnold, Jr.
James R. Arnold, Jr.
Senior Vice President and Chief
Financial Officer

Date: October 18, 2005

Table of Contents

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
3.1	Certificate of Ownership and Merger
99.1	Press Release dated October 18, 2005 by ScanSoft, Inc.