

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Mobiquity Technologies, Inc.

Form: 8-K

Date Filed: 2014-01-24

Corporate Issuer CIK: 1084267

Symbol: MOBQ

Fiscal Year End: 12/31

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): January 24, 2014 (January 24, 2014)

Mobiquity Technologies, Inc.

(Exact name of registrant as specified in its charter)

New York

(State or jurisdiction of incorporation or organization)

000-51160

(Commission File Number)

11-3427886

(I.R.S. Employer Identification Number)

600 Old Country Road, Suite 541, Garden City, NY 11530

(Address of principal executive offices (Zip Code))

Registrant's telephone number: (516) 256-7766

(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 (17CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR 240.13e-4(c))
-

Item 3.02 Unregistered Sales of Equity Securities

Between November 12, 2013 and the filing date of this Form 8-K, the Company has raised \$2,270,600 from the sale of its Common Stock at \$.30 per share. In connection with the private placement offering, the Company has issued 7,568,666 shares of its Common Stock and Class BB Warrants to purchase 3,784,333 shares, exercisable at \$.50 per share through December 15, 2017. Exemption from registration is claimed under Rule 506 of Regulation D.

Item 7.01. Regulation FD Disclosure

On January 24, 2014, the Company issued a press release, a copy of which is appended hereto.

Item 9.01. Financial Statements and Exhibits.

| <u>Exhibit</u> | <u>Description</u> |
|----------------|---------------------------------------------------------|
| 99.1 | Press release dated January 24, 2014. (Filed herewith.) |

SIGNATURE

Pursuant to the requirements of Section 13 or 15(b) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MOBIQUITY TECHNOLOGIES, INC.

Date: January 24, 2014

By: /s/ Dean L. Julia
Dean L. Julia, Co-Chief Executive Officer

Mobiquity Networks Adds Another Major Studio to Client Roster

Mobile Marketing Company will Promote Upcoming NBCUniversal Film, Endless Love

NEW YORK, Jan. 24, 2013 -- Mobiquity Technologies, Inc. (OTCQB: MOBQ), the nation's largest location-based mobile Bluetooth marketing network, today announced that it is launching a location-based mobile marketing component of the national campaign for NBCUniversal's upcoming film, Endless Love. The mobile campaign, which starts today and runs through the movie's opening day on February 14th, will run in select malls throughout top US markets. Mobiquity's mall network represents more than 120 million shopping visits per month. NBCUniversal is the latest addition to a growing list of studios that have tapped Mobiquity's mobile marketing platform to promote their films.

Mobiquity Networks will drive mobile awareness of Endless Love using its mall-based proximity network to deliver rich digital content via Bluetooth and Wi-Fi to shoppers. Consumers who choose to opt-in will receive a unique combination of premium digital downloads including the movie trailer and an automatic calendar reminder. The automatic calendar reminder will prompt consumers to purchase tickets on the opening day of the movie.

"We are thrilled to expand our portfolio of studio relationships and kick off our first campaign with NBCUniversal," said Michael Trepeta, co-CEO of Mobiquity Networks. "The reach of our network as well as our ability to deliver beautiful and engaging content via mobile will not only drive awareness, but ultimately ticket sales for Endless Love."

How It Works

Brands can rely on Mobiquity Networks to reach their consumers and influence behavior in the retail environment. Mobiquity's interactive zones are positioned throughout the common areas of shopping malls near entrances, anchor stores, escalators and other high-traffic, and high dwell-time areas. The network is designed to reach on-the-go consumers via their mobile devices with premium opt-in content delivered using Bluetooth, Wi-Fi and Beacon LE Technology. This advertising medium offers highly targeted messaging, and has been engineered to engage and influence shoppers as they move about the mall.

About Mobiquity Technologies

Mobiquity is an Ad Tech company focusing on connecting Fans (consumers) and Brands through a single platform utilizing Online, Social and Mobile. Mobiquity Technologies is attempting to revolutionize the Location Based Mobile Marketing Ecosystem by maximizing "Fan Engagement" through a single platform of Bluetooth, Wi-Fi, NFC, QR, Beacon Technology and a universal App.

For more information you can visit:

www.mobiquitytechnologies.com

www.acemarketing.net

www.mobiquitynetworks.com

SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995.

Certain statements in this press release constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the company to be materially different from any future results, performances or achievements express or implied by such forward-looking statements. The forward-looking statements are subject to risks and uncertainties including, without limitation, changes in levels of competition, possible loss of customers, and the company's ability to attract and retain key personnel.

For Media Inquiries:

PenVine for Mobiquity Technologies

Jennifer Schenberg

917-445-4454

jennifer@penvine.com

For Investor Inquiries:

Legend Securities, Inc.

John Columbia

718-233-2627

jcolumbia@legendsecuritiesinc.com