

DOCUMENT CAPTURE TECHNOLOGIES, INC.

Form 8-K

January 15, 2009

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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 (Date of earliest event reported): January 15, 2009 (January 9, 2009)

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

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| Delaware<br>(State or other jurisdiction<br>of<br>incorporation) | 000-25839<br>(Commission File<br>Number) | 59-3134518<br>(IRS Employee Identification<br>No.) |
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1798 Technology Drive, Suite 178  
San Jose, California 95110  
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (408) 436-9888

(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(b) under the Exchange Act (17 CFR 240.14a-12(b))
  - 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))
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This Form 8-K and other reports filed by Document Capture Technologies, Inc., a Delaware corporation (the “Registrant”) from time to time with the Securities and Exchange Commission (collectively the “Filings”) contain or may contain forward-looking statements and information based upon the beliefs of, and currently available to, the Registrant’s management as well as estimates and assumptions made by the Registrant’s management. When used in the Filings the words “anticipate”, “believe”, “estimate”, “expect”, “future”, “intend”, “plan” or the negative of these terms and similar expressions and variations thereof as they relate to the Registrant or the Registrant’s management identify forward-looking statements. Such statements reflect the current view of the Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other risk factors relating to the Registrant’s industry, the Registrant’s operations and results of operations and any businesses that may be acquired by the Registrant. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Although the Registrant believes that the expectations reflected in the forward-looking statements contained in the Registrant’s Filings are reasonable, the Registrant cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, the Registrant does not intend to update any of the forward-looking statements contained herein to conform these statements to actual results.

#### Section 4 – Matters Related to Accountants and Financial Statements

##### Item 4.01 Changes in Registrant’s Certifying Accountant.

Clancy and Co., P.L.L.C. (“Clancy”), the independent certified public accountants who had been engaged by Document Capture Technologies, Inc. (the “Company”) as the principal accountant to audit the Company’s consolidated financial statements, resigned effective January 9, 2009, which resignation was approved by the Company’s board of directors on such date. The reports by Clancy on the financial statements of the Company during the fiscal years ended December 31, 2007 and 2006 did not contain an adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope, or accounting principles, except for an explanatory paragraph describing the uncertainty as to the Company’s ability to continue as a going concern. During the Company’s two most recent fiscal years and subsequent period up to January 9, 2009, the Company did not have any disagreements with Clancy on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of Clancy, would have caused them to make reference to the subject matter of the disagreements in connection with their reports. In addition, no reportable events as set forth in Item 304(a)(1)(v) of Regulation S-K have occurred.

The Company has requested Clancy to furnish it a letter addressed to the Commission stating whether it agrees with the above statements. A copy of the letter from Clancy, dated January 13, 2009, is filed as Exhibit 16.1 to this Form 8-K.

Also on January 9, 2009, the Company’s Board of Directors approved the engagement of Hein & Associates LLP as the Company’s new principal independent certified public accountants to audit the Company’s consolidated financial statements for the year ending December 31, 2008.

Prior to engaging Hein & Associates LLP, the Company had not consulted Hein & Associates LLP regarding the application of accounting principles to a specified transaction, completed or proposed, or the type of audit opinion that might be rendered on the Company’s financial statements.

Item 9.01 Exhibits

(d) Exhibits.

- 16.1 Letter from Clancy and Co., P.L.L.C. regarding change in certifying accountant, dated January 13, 2009.
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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.

Date: January 15, 2009

DOCUMENT CAPTURE TECHNOLOGIES, INC.

By: /s/ David P. Clark  
David P. Clark  
Chief Executive Officer

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