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AQUACELL TECHNOLOGIES INC

Form 8-K

May 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 and Exchange Act of 1934

Date of Report (Date of earliest event reported): May 20, 2004

AQUACELL TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware	1-16165	33-0750453
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
10410 Trademark Street, Rancho Cucamonga, CA		91730
----- (Address of principal executive offices)		----- (Zip Code)
	(909) 987-0456	
	----- Registrant's telephone number, including area code	

ITEM 5. Other Events and Regulation FD Disclosure.

AquaCell Technologies, Inc. (the "Company") issued a letter to its stockholders detailing the current status of the Company, its products, programs and marketing efforts. The letter is attached as Exhibit 99.1.

ITEM 7. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Copy of Letter to Stockholders dated May 20, 2004.

SIGNATURE

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.

AQUACELL TECHNOLOGIES, INC.

Date: May 20, 2004

By: /s/ Gary S. Wolff

Gary S. Wolff
Principal Accounting Officer

