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MECHANICAL TECHNOLOGY INC Form 8-K February 09, 2006

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

February 9, 2006

Date of Report (Date of earliest event reported)

MECHANICAL TECHNOLOGY INCORPORATED

(Exact name of registrant as specified in its chapter)

NEW YORK	<u>0-6890</u>	14-1462255
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
	ER ROAD, ALBANY, NEW YO	

Registrant's telephone number, including area code:

(518) 533-2200

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)

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[] Solicitin	g material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
[] Pre-com	mencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
[] Pre-com	mencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
	1
Item 1.01. Entr	ry into a Material Definitive Agreement
Termination A 750 University	el Cells Inc., a majority-owned subsidiary of Mechanical Technology Incorporated entered into a Lease greement in connection with certain premises at 750 University Avenue, Suite 270, Los Gatos, CA with Lase Termination Agreement was fully executed on February 9, 2006 with a lease fective date of January 31, 2006. The full text of the lease termination agreement is furnished as Exhibit
Item 9.01. Fina	ancial Statements and Exhibits.
(c) Exhibits.	
EXHIBIT	
<u>No.</u>	DESCRIPTION
10.134	Lease Termination Agreement fully executed on February 9, 2006 between 750 University

SIGNATURES

Avenue, LLC and MTI MicroFuel Cells Inc.

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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.

MECHANICAL TECHNOLOGY INCORPORATED

Date: February 9, 2006 By: <u>/S/ CYNTHIA A. SCHEUER</u>

Name: Cynthia A. Scheuer

Title: Vice President, Chief

Financial Officer and Secretary