

PERF Go-Green Holdings, Inc  
Form 8-K  
April 07, 2009  
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 Exchange Act of 1934**

Date of Report (Date of earliest event reported): April 1, 2009

**PERF-GO GREEN HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

|   |                                     |  |
|---|-------------------------------------|--|
| Delaware  | 333-141054                          | 20-3079717   |
| <b>(State or Other Jurisdiction<br/>of Incorporation)</b> | <b>(Commission File<br/>Number)</b> | <b>(I.R.S. Employer<br/>Identification Number)</b> |

12 East 52<sup>nd</sup> Street, 4<sup>th</sup> Floor, New York, New York 10022

**(Address of principal executive offices) (zip code)**

(212) 935-3550

**(Registrant's telephone number, including area code)**

**(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):

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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))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements**

Effective April 1, 2009, Ben Tran resigned from the Registrant's Board of Directors. Mr. Tran stated he is resigning to focus on his duties and responsibilities as President of Spectrum Bags, Inc. A copy of Mr. Tran's resignation letter is annexed to this report as an exhibit, the material terms of which are described above.

Item 9.01 Financial Statements and Exhibits

| Exhibit No. | Description                    |
|-------------|--------------------------------|
| 17.1        | Resignation Letter of Ben Tran |

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**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Perf-Go Green Holdings, Inc.**

April 3, 2009

By: /s/ Anthony Tracy

Anthony Tracy

Chief Executive Officer