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IR BIOSCIENCES HOLDINGS INC

Form 8-K

December 28, 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 Exchange Act of 1934

Date of Report (Date of earliest event reported): December 22, 2004

IR BIOSCIENCES HOLDINGS, INC.

(Exact name of registrant specified in charter)

Delaware ----- (State of Incorporation)	033-05384 ----- (Commission File Number)	13-3301899 ----- (IRS Employer Identification No.)
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4021 N. 75th Street, Suite 201
Scottsdale, AZ 85251

(Address of principal executive offices) (Zip Code)

(480) 922-3926

(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):

- 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))

ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

(c) Effective December 22, 2004, the Board of Directors of IR BioSciences

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Holdings, Inc. (the "Registrant") appointed John N. Fermanis to serve as the Registrant's Chief Financial Officer. The Registrant does not currently have an employment agreement with Mr. Fermanis.

Mr. Fermanis is a co-founder of AMPS Wireless Data, Inc., a privately held Arizona corporation founded in 1998, where he served as Chief Financial Officer from 2001 to 2004. Upon relocating to Arizona in 1996, he held the position of Treasury Manager for a national restaurant chain headquartered in Scottsdale. Mr. Fermanis has over 18 years of financial management experience with both the American Express Corporation and Citigroup in New York City. Mr. Fermanis holds a Bachelor of Arts degree from the S.U.N.Y. at Stony Brook and attended Pace University's Graduate School of Management in New York City.

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.

IR BioSciences Holdings, Inc.

Date: December 28, 2004

By: /s/ Michael Wilhelm

Michael Wilhelm
President
(Duly Authorized Officer)