

MOBILEPRO CORP  
Form 8-K  
December 27, 2004

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:

December 22, 2004

MOBILEPRO CORP.

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(Exact Name of Registrant as Specified in Charter)

<b>Delaware</b> (State of Incorporation)	<b>000-51010</b> (Commission File Number )	<b>87-0419571</b> (IRS Employer Identification No.)
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6701 Democracy Blvd., Suite 300  
Bethesda, MD 20817

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(Address of principal executive offices) (Zip Code)

(301) 315-9040

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(Registrant's telephone number)

Check the appropriate box below if the Form 8-K 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))
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Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On December 22, 2004, we announced the election of Mr. Michael G. O Neil as a new member of our Board of Directors and chairman designate of our Audit Committee. The election of Mr. O Neil increases the number of directors to four. Mr. O Neil is currently the only independent director on our Board of Directors. Prior to his election to our Board of Directors, Mr. O Neil had been serving on our advisory board. In connection with his service on the advisory board, in January 2004, we granted Mr. O Neil a warrant to purchase 800,000 shares of our common stock, at an exercise price of \$0.02 per share.

Our press release announcing this appointment is filed as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits Furnished.

99.1 Press Release, dated December 22, 2004.

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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 thereunto duly authorized.

By: /s/ Jay O. Wright  
Jay O. Wright  
President and Chief Executive Officer  
MOBILEPRO CORP.

Date: December 23, 2004