

GOLDSRING INC  
Form 8-K  
March 22, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**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): September 21, 2006

**GOLDSRING, INC.**

(Exact Name of Registrant as Specified in its Charter)

<b>Florida</b> (State or Other Jurisdiction of Incorporation)	<b>000-32429</b> (Commission File Number)	<b>65-0955118</b> (IRS Employer Identification No.)
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1200 American Flat Road, Gold Hill, Nevada 89440  
(Address of principal executive offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (775) 847-5272

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))

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**Item 8.01. Other Events.**

On March 21, 2006, the Company completed the sale of its Canadian subsidiaries, Clear Hills Iron Ltd. and Peace River Energy Ltd. to CaNev Resources, a Canadian Corporation. The assets divested in the transaction include 32 industrial (non-energy) mineral permits covering approximately 800 square miles in northern Alberta, Canada. In consideration for the assets, GoldSpring will receive CDN\$1.1 million. CDN\$100,000 of the sales price will be paid in cash, and the balance will be paid through a three percent production royalty.

The Company issued a press release about the divestiture on March 22, 2006. A copy of this press release is filed herewith as Exhibit 99.2 and is hereby incorporated by reference under this Item 8.01.

**Item 9.01. Exhibits.**

(c) Exhibits.

Exhibit  
Number

99.2 Press release from GoldSpring, Inc. dated March 22, 2006 titled "GoldSpring, Inc. Completes Sale of Canadian Mineral Permits."

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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 hereunto duly authorized.

**GOLDSRING, INC.**

Date: March 22, 2006

By: /s/ Robert T. Faber

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Robert T. Faber  
President and Chief Executive Officer  
Title

**EXHIBIT INDEX**

Exhibit  
Number

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