

NEXIA HOLDINGS INC  
Form 8-K  
July 10, 2008

---

---

CURRENT REPORT FOR ISSUERS SUBJECT TO THE  
1934 ACT REPORTING REQUIREMENTS

FORM 8-K

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

Date of Event: July 8, 2008

NEXIA HOLDINGS, INC.  
(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction of incorporation or organization)

033-22128D  
(Commission File Number)

84-1062062  
(IRS Employer Identification Number)

59 West 100 South, Suite 200, Salt Lake City, Utah 84101  
(Address of principal executive offices)

(801) 575-8073  
(Registrant's telephone number, including area code)

---

Item 3.03 Material Modifications to Rights of Security Holders

The information set forth in Item 5.03 is incorporated herein by reference.

Item 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year

On July 2, 2008, Nexia Holdings, Inc., a Nevada corporation (the "Company") Board of Director's authorized the Company to effect a reverse split of the Company's Common Stock, par value \$0.0001 at a ratio of one for one thousand and retain the number of authorized shares of Common Stock at Five Billion Five Hundred Million (5,500,000,000).

On July 9, 2008 the Company will submit a Certificate of Change Pursuant to NRS §78.209 with the Nevada Secretary of State to effect the reverse stock split.

On July 25, 2008, the reverse stock split shall become effective. At that time, each one thousand (1000) outstanding shares of Common Stock of the Company will be combined into and automatically become one (1) outstanding shares of Common Stock of the Company. The reverse stock split is expected to reduce the number of outstanding shares of the Company's Common Stock from approximately 2,322,845,732 shares to approximately 2,322,860 shares. No fractional shares will be issued in connection with the reverse stock split, all fractional shares that would have resulted from the reverse split shall be rounded up to the next whole share and all shareholders of record holding one share after the effective date of the reverse stock split will receive a cash payment in the sum of \$1.00 instead of the one share, all such shares will be acquired by the Company and removed from the shareholder list of the Company.

ITEM 9.01 Financial Statements and Exhibits

The following exhibits are included as part of this report:

Exhibit No. Page No. Description

NONE

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.

Dated this 9th day of July, 2008.

Nexia Holdings, Inc.

/s/ Richard Surber  
Richard Surber, President