

Regeneca, Inc.  
Form 8-K/A  
November 29, 2011

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

**FORM 8-KA/2**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**August 9, 2011**

Date of Report (Date of earliest event reported)

**000-30237**

Commission File Number

**REGENECA, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of incorporation  
or organization)

**88-0467241**

(I.R.S. Employer Identification Number)

**1 Technology, Suite C515**

**Irvine, CA 92618**

(Address of Principal Executive Offices) (Zip Code)

**(949) 887-6890**

(Registrant's telephone number, including area code)

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:

- . 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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We are filing this Amendment to our 8-K filed August 9, 2011, and as amended October 18, 2011, to include a revised Exhibit B of Exhibit 10.1.

**Item 9.01 Financial Statements and Exhibits.**

(d)

Exhibits

10.1

Exhibit B of previously filed Exhibit 10.1.

**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.

REGENECA, INC.

November 28, 2011

Name: /s/ MATTHEW NICOSIA  
Matthew Nicosia  
Title: CEO and Chairman