

usell.com, Inc.  
Form 8-K  
January 29, 2014

**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): January 28, 2014

**usell.com, Inc.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other Jurisdiction of Incorporation)	<b>000-50494</b> (Commission File Number)	<b>98-0412432</b> (IRS Employer Identification No.)
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**33 East 33rd Street, Suite 1101**

<b>New York, New York</b> (Address of principal executive offices)	<b>10016</b> (Zip Code)
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Registrant's telephone number, including area code: **(212) 213-6805**

Former Address: **N/A**

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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))

**Item 8.01 Other Events.**

usell.com, Inc. (the “Company”) has commenced a private placement offering where it will seek to raise \$1.5 million from the sale of shares of common stock at \$3.00 per share to current shareholders and friends of the Company. The Company expects to close this offering within two weeks.

**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.

USELL.COM, INC.

Date: January 28, 2014 By: /s/ Daniel Brauser  
Name: Daniel Brauser  
Title: Chief Executive Officer

