

DOCASA INC.

FORM 8-K (Current report filing)

Filed 08/16/16 for the Period Ending 08/08/16

Address 1901 NORTH ROSELLE ROAD
SUITE 800
SCHAUMBURG, IL, 60195
Telephone 630-250-2709
CIK 0001619055
Symbol DCSA
SIC Code 2030 - Canned, Frozen and Preservd Fruit, Vegetables and Food Specialties
Industry Restaurants & Bars
Sector Consumer Cyclicals
Fiscal Year 08/31

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):
August 8, 2016

Commission File Number: **333-199583**

DOCASA, INC.
(f/k/a FWF Holdings, Inc.)

(Exact name of Registrant as specified in its charter)

Nevada

(State of incorporation)

41-1305387

(IRS Employer ID Number)

1901 North Roselle Road, Suite 800
Schaumburg, Illinois 60195
(Address of principal executive offices)

(630) 250-2709
Registrant's telephone number, including area code

Stiftstr 32, Hamburg, Germany 20099
Former Address

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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ITEM 4.01 CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT.

DOCASA, Inc. (f/k/a FWF Holdings Inc., the "Company") has dismissed PLS Certified Public Accountants (the "Former Accounting Firm") as its independent registered public accounting firm, effective as of August 8, 2016. As described in Item 4.01(a) below, the change in independent registered public accounting firm is not the result of any disagreement with the Former Accounting Firm.

ITEM 4.01(A) PREVIOUS INDEPENDENT ACCOUNTANTS.

- (i) On August 8, 2016, the Company dismissed the Former Accounting Firm as its independent registered public accounting firm effective on that date.
- (ii) The Former Accounting Firm of the Company's financial statements has not issued an adverse opinion or disclaimer of opinion and was not qualified or modified as to uncertainty, audit scope, or accounting principles up to and including August 8, 2016.
- (iii) The reports of the Former Accounting Firm on the Company's financial statements as of and for the year ended July 31, 2015 contained an explanatory paragraph which noted that there was substantial doubt as to the Company's ability to continue as a going concern as the Company has incurred net losses since inception and existing uncertain conditions which the Company faces relative to its obtaining capital in the equity markets.
- (v) The Company's Board made the decision to change independent accountants, acting under authority delegated to it, and approved the change of the independent accountants at a Board of Director's meeting on August 8, 2016.
- (iv) During the period through August 8, 2016, there (i) have been no disagreements with the Former Accounting Firm on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of the Former Accounting Firm, would have caused the Former Accounting Firm to make reference to the subject matter of such disagreements in its reports on the financial statements for such years and (ii) were no reportable events of the kind in Item 304(a)(1)(v) of Regulation S-K.

The Company has requested that the Former Accounting Firm furnish it with a letter addressed to the Securities and Exchange Commission stating whether or not it agrees with the above statement. A copy of the letter from the Former Accounting Firm is attached hereto as Exhibit 16.1 to this Form 8-K.

ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.

The Company has filed in the State of Nevada per NRS §78.390 to officially change its name moving forward to DOCASA, Inc. The Company has filed in the State of Nevada to amend its fiscal year end from July 31st to August 31st. The Company has also filed with FINRA to change its symbol.

ITEM 8.01 OTHER EVENTS.

The Company has changed its corporate office address to 1901 North Roselle Road, Suite 800, Schaumburg, Illinois 60195, with a telephone number of (630) 250-2709.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

Exhibits

10.1 Certificate of Amendment, Change of Name

10.2 Certificate of Amendment, Change of Fiscal Year

16.1 Letter from PLS Certified Public Accountants

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.

DOCASA, Inc. (f/k/a FWF Holdings, Inc.)

Date: August 16, 2016

By: /s/ Pankaj Rajani

Pankaj Rajani
Chief Executive Officer



090204



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

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| Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada | Document Number 20160348247-87 |
| | Filing Date and Time 08/04/2016 9:27 AM |
| | Entity Number E0376952014-6 |

Certificate of Amendment
 (PURSUANT TO NRS 78.385 AND 78.390)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

FWF Holdings Inc.

2. The articles have been amended as follows: (provide article numbers, if available)

THE ARTICLES ARE HEREBY AMENDED PER NRS 78.390 FOR A NAME CHANGE; THE NAME OF THE COMPANY FROM THIS DAY FORWARD SHALL BE:

DOCASA Inc.

ALL OTHER ASPECTS OF THE ARTICLES TO REMAIN UNCHANGED.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is:

76%

4. Effective date and time of filing: (optional)

Date: 08/04/16

Time: 09:00am

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)


 X

 Signature of Officer

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.





090204



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-6708
Website: www.nvsos.gov

Certificate of Amendment
(PURSUANT TO NRS 78.385 AND 78.390)

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|--|---|
| Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada | Document Number 20160348248-98 |
| | Filing Date and Time 08/04/2016 9:27 AM |
| | Entity Number E0376952014-6 |

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

FWF Holdings Inc.

2. The articles have been amended as follows: (provide article numbers, if available)

THE ARTICLES ARE HEREBY AMENDED PER NRS 78.390 TO CHANGE THE FY END DATE OF THE CORPORATION FROM JULY 31st TO AUGUST 31st

ALL OTHER ASPECTS OF THE ARTICLES TO REMAIN UNCHANGED.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is: 76%

4. Effective date and time of filing: (optional) Date: 08/04/16 Time: 09:00am

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X

Signature of Officer

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.



PLS CPA, A PROFESSIONAL CORP.
◆ 4725MERCURY STREET #210 ◆ SAN DIEGO ◆ CALIFORNIA 92111 ◆
◆ TELEPHONE (858)722-5953 ◆ FAX (858) 858-761-0341 ◆ FAX (858) 433-2979
◆ E-MAIL changgpark@gmail.com ◆

August 10, 2016

Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-7561

Re: FWF Holdings Inc.

Dear Madame or Sir

On August 8, 2016 our appointment as auditor for FWF Holdings Inc., ceased. We have read FWF Holdings Inc.'s statement included under Item 4.01 of its Form 8-K dated August 8, 2016 and agree with such statements, insofar as they apply to us.

Very truly yours,

/s/ PLS CPA

PLS CPA, A Professional Corp.
San Diego, CA 92111

Registered with the Public Company Accounting Oversight Board