

INSIGNIA SYSTEMS INC/MN  
Form 8-K  
September 03, 2008

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549-1004

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**FORM 8-K**

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

Date of Report:

August 29, 2008

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**INSIGNIA SYSTEMS, INC.**

(Exact name of registrant as specified in its chapter)

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| <b>Minnesota</b><br>(State or other jurisdiction<br>of incorporation)                          | <b>1-13471</b><br>(Commission<br>File Number) | <b>41-1656308</b><br>(IRS Employer<br>Identification No.) |
| <b>8799 Brooklyn Blvd., Minneapolis, Minnesota</b><br>(Address of principal executive offices) |   | <b>55445</b><br>(Zip Code)                                |

Registrant's telephone number, including area code **(763) 392-6200**

(Former name or former address, if changed since last report)

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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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On August 29, 2008, W. Robert Ramsdell resigned from the Company's Board of Directors for personal reasons.

**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.

**Insignia Systems, Inc.**  
(Registrant)

Date: September 3, 2008

By/s/ Scott F. Drill  
Scott F. Drill, President and Chief Executive Officer

