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ASTRALIS LTD Form 8-K September 28, 2004

Securities and Exchange Commission Washington, DC 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) September 22, 2004

ASTRALIS LTD.

(Exact Name of Registrant as Specified in its Charter)

Ι	Delaware	000-30997	84-1508866
,	Other Jurisdiction corporation)	(Commission File Number)	(IRS Employer Identification No.)
75 Passaic	Avenue, Fairfield, 1	New Jersey	07004
(Address of	F Principal Executive	e Offices)	(Zip Code)
Registrant'	's telephone number,	including area code: (973)	227-7168
	(Former Name or Forme	er Address, if Changed Since	Last Report)
simultaneou	usly satisfy the fil:	x below if the Form 8-K filing obligation of the registral Instruction A.2. below):	-
1_1	Written communicat: (17 CFR 230.425)	ions pursuant to Rule 425 und	der the Securities Act
1_1	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)		
1_1	Pre-commencement con Exchange Act (17 CI	ommunications pursuant to RuFR 240.14d-2(b))	le 14d-2(b) under the
_	Pre-commencement co Exchange Act (17 CI	ommunications pursuant to Ru FR 240.13e-4(c))	le 13e-4(c) under the
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ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On September 22, 2004, Gaston Liebhaber resigned from the Registrant's board of directors. Mr. Liebhaber stated in his resignation letter that he is

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resigning because he is retiring and relocating.

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.

ASTRALIS LTD.

Date: September 28, 2004

By: /s/ Jose Antonio O'Daly

Jose Antonio O'Daly Chairman of the Board of Directors,

President of Research and Development and Interim Chief

Executive Officer