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**U.S. Securities and Exchange Commission**

WASHINGTON, D.C. 20549

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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 (DATE OF EARLIEST EVENT REPORTED) **June 3, 2019**

Commission File No. **001-33718**

**U.S. STEM CELL, INC.**

(Name of small business issuer as specified in its charter)

**Florida**  
State of Incorporation

**65-0945967**  
IRS Employer Identification No.

**13794 NW 4<sup>th</sup> Street, Suite 212, Sunrise, Florida 33325**  
(Address of principal executive offices)

**(954) 835-1500**  
(Issuer's telephone number)

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 (see General Instruction A.2. below):

- 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))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock	USRM	OTC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company .

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Unless otherwise indicated or the context otherwise requires, all references in this Form 8-K to “we,” “us,” “our,” “our company,” or the “Company” refer to U.S. Stem Cell, Inc. and its subsidiaries.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The Company was one of the parties to a Settlement Agreement and General Release (the “Agreement”) dated June 3 2019 related to certain medical procedures. Without admitting any liability, and as part of that Agreement, the Company agreed to provide a five year 5.25% Promissory Note, dated June 15, 2019, in the principal amount of Five Hundred Thousand Dollars (\$500,000), payable in monthly increments of Five Thousand (\$5,000) per month, with a final balloon payment due on June 15, 2024 .

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**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934 the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Registrant  
Date: June 21, 2019

*U.S. Stem Cell, Inc.*

*By: /s/ Michael Tomas*

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Michael Tomas  
Chief Executive Officer