

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 17, 2007

INGEN TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Georgia	000-28704	88-0429044
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(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification Number)
35193 Avenue "A", Suite-C, Yucaipa, California		92399
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(Address of principal executive offices)		(Zip Code)

(800) 259-9622

(Registrant's telephone number, including area code)

Not Applicable

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

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))

1.01 Entry into a Material Definitive Agreement

The Ingen Technologies, Inc. Board of Directors authorized Board Resolution 2007.9 (exhibit below) granting 4,444,444 restricted Class A Preferred shares to Chairman & CEO Scott R. Sand. This stock is issued in exchange for the retirement of \$100,000 in debt owed by the company to Mr. Sand. This amount includes \$4689.29 in reimbursable expenses and the remainder in unpaid executive

compensation. The calculation was based on 75% of the market price (Pink Sheets - IGTG) of the company's unrestricted common shares.

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.

Dated: May 21, 2007 Ingen Technologies, Inc.

By: /s/ Scott R. Sand

Scott R. Sand
Chief Executive Officer and Chairman

TABLE OF EXHIBITS

(All Exhibits have been properly signed by the parties. Original agreements are filed in our offices)

EXHIBIT NO. DESCRIPTION

99.1 Board Resolution 2007.9, dated May 17, 2007.

EX. 99.1

INGEN TECHNOLOGIES, INC.

DIRECTORS' RESOLUTION

2007.9

BE IT KNOWN THAT, on the 17th day of May, 2007, at a duly constituted special meeting of the Directors of Ingen Technologies, Inc., the following resolution was voted and approved upon motion duly made and seconded:

Authority is granted for the company's transfer agent to issue a restricted Class A Preferred Stock certificate in the amount of 4,444,444 shares to Chairman & CEO Scott R. Sand.

This stock is issued in exchange for the retirement of \$100,000 in debt owed by the company to Mr. Sand. This amount includes \$4689.29 in reimbursable expenses and the remainder in unpaid executive compensation. Even after approval of this resolution, as of the fiscal quarter ending February 28, 2007, \$53,978.38 remains in unpaid executive compensation to Mr. Sand.

The 4,444,444 share calculation is at 75% of the market price for the unrestricted common shares of the company, selling for \$0.03 per share on May 15, 2007. 75% of \$0.03 is \$0.0225 (\$1.00 = 44.44 shares; 44.44 x 100,000 = 4,444,444 shares).

