

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): October 25, 2007

INGEN TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Georgia ----- (State or other jurisdiction of incorporation or organization)	000-28704 ----- (Commission File Number)	84-1122431 ----- (I.R.S. Employer Identification Number)
35193 Avenue "A", Suite-C, Yucaipa, California ----- (Address of principal executive offices)		92399 ----- (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 2007.12 (exhibit below) granting 8,333,333 restricted Class A Preferred shares to Chairman & CEO Scott R. Sand. This stock is issued in exchange for the retirement of \$200,000 in debt owed by the company to Mr. Sand (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: October 30, 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 2007.12, dated October 25, 2007.

EX. 99.1

INGEN TECHNOLOGIES, INC.

DIRECTORS' RESOLUTION

2007.12

BE IT KNOWN THAT, on the 25th day of October, 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 8,333,333 million shares to Chairman & CEO Scott R. Sand.

This stock is issued in exchange for the retirement of \$200,000 in debt owed by the company to Mr. Sand. Even after approval of this resolution, as of the fiscal quarter ending August 31, 2007, \$47,697.61 remains in unpaid executive compensation to Mr. Sand.

The 10,000,000 share calculation is at 75% of the market price for the unrestricted common shares of the company, selling for \$0.032 per share on October 24, 2007. 75% of \$0.032 is \$0.024. \$200,000 divided by \$0.024 = 8,333,333 shares.

CERTIFICATION BY SECRETARY

I am the Secretary of Ingen Technologies, Inc. I hereby certify that the foregoing is a true and correct copy of the Resolution adopted by the Board of Directors of Ingen Technologies, Inc. on October 25, 2007 in accordance with the provisions of our Bylaws.

IN WITNESS WHEREOF, I have this 25th day of October, 2007 subscribed my name as Secretary of Ingen Technologies, Inc. and have caused the corporate seal to be affixed hereto (if such a seal exists).

Secretary of Corporation

(WAIVER OF NOTICE ON PAGE 2)

WAIVER OF NOTICE (2007.12)

The undersigned Directors of Ingen Technologies, Inc. hereby waive notice of the special Directors' meeting held on October 25, 2007. We consent to all actions taken in the meeting. Faxed and electronic signatures are as valid as original signatures hereupon, and may be signed in counterparts.

_____ abstained
Scott R. Sand

Curt Miedema

Chris Wirth

Stephen O'Hara

Yong Sin Khoo

John Finazzo