

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 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): February 7, 2014

CARDAX, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

333-181719

(Commission File Number)

45-4484428

(IRS Employer Identification No.)

167 Penn Street, Washington Boro, Pennsylvania 17582

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(717) 215-9872**

Koffee Korner Inc.

(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))

ITEM 7.01 REGULATION FD DISCLOSURE.

On February 7, 2014, we issued the press release attached hereto as Exhibit 99.1 announcing that we closed the previously announced merger of our subsidiary, Cardax Acquisition, Inc., with and into Cardax Pharma, Inc., as contemplated by that certain Agreement and Plan of Merger dated as of November 27, 2013, as amended, by and among Koffee Korner Inc., a Delaware corporation now known as Cardax, Inc. (the "Company"), Cardax Acquisition, Inc., a Delaware corporation, Cardax Pharma, Inc., a Delaware corporation, and Cardax Pharmaceuticals, Inc., a Delaware corporation.

In accordance with General Instruction B.2 of Form 8-K, the information set forth herein and in the press release is deemed to be "furnished" and shall not be deemed to be "filed" for purposes of the Exchange Act. The information set forth in Item 7.01 of this Current Report on Form 8-K shall not be deemed an admission as to the materiality of any information in this Current Report on Form 8-K that is required to be disclosed solely to satisfy the requirements of Regulation FD.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

Exhibit

No.	Description
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99.1	Press Release, dated February 7, 2014
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SIGNATURE

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: February 7, 2014

CARDAX, INC.

By: /s/ David G. Watumull

David G. Watumull

Chief Executive Officer

**Koffee Korner Inc.
Completes Merger
With Cardax Pharma, Inc.**

Washington Boro, Pennsylvania—February 7, 2014—Koffee Korner Inc. (the “Company” or “Cardax”), announced today that it completed its previously announced merger and acquired Cardax Pharma, Inc. (“Cardax Pharma”), a development stage life sciences company that devotes substantially all of its efforts to developing nutraceutical and pharmaceutical products that provide the anti-inflammatory benefits of steroids or NSAIDS, but with exceptional safety profiles, including products based on its proprietary astaxanthin technologies. The merger was effective on February 7, 2014. Cardax and Cardax Pharma raised approximately \$11 million of equity in private placements at or prior to the merger, comprised of approximately \$4 million today, \$2 million in January 2014, and \$5 million in 2013.

In connection with the closing of the merger, Koffee Korner Inc. changed its name to Cardax, Inc., will continue to have its shares of common stock traded on the OTCBB and has applied to change its trading symbol to CDXI.

The sole director of the Company Austin Kibler has resigned and the directors of Cardax Pharma were elected to serve as the directors of Cardax.

Cardax’s incoming Executive Chairman, Nicholas Mitsakos stated, “We are very pleased to accomplish this milestone in our corporate development. We look forward to continuing to develop our nutraceutical and pharmaceutical technologies and commercialize our products.”

Cardax’s incoming President and CEO, David G. Watumull noted that “This transaction provides our talented scientists and seasoned management team with an excellent platform to continue our research and product development. We are excited about our future.”

The lead investment banker for the transaction was Highline Research Advisors, a division of Agincourt Ltd.

Cardax will file a Current Report on Form 8K with the Securities and Exchange Commission with more detailed information in accordance with the SEC rules.

About Cardax Pharma

Cardax Pharma is a development stage life sciences company that devotes substantially all of its efforts to developing nutraceutical and pharmaceutical products that provide the anti-inflammatory benefits of steroids or NSAIDS, but with exceptional safety profiles, as conferred by U.S. Food and Drug Administration (“FDA”) Generally Recognized as Safe (“GRAS”) designation at certain doses. Cardax Pharma is preparing proprietary nature-identical products and related derivatives by total synthesis to provide scalable, pure, and economical therapies for diseases where inflammation and oxidative stress are strongly implicated, including, but not limited to, osteoarthritis, rheumatoid arthritis, dyslipidemia, metabolic disease, diabetes, cardiovascular disease, hepatitis, cognitive decline, macular degeneration, and prostate disease. The initial primary focus of Cardax Pharma is its astaxanthin technologies. Astaxanthin is a powerful and safe naturally occurring anti-inflammatory and anti-oxidant without the adverse side effects typical of anti-inflammatory treatments using steroids or NSAIDS, including immune system suppression, liver damage, cardiovascular disease risk, and gastrointestinal bleeding.

Safe Harbor

This release may contain certain forward-looking statements regarding our prospective performance and strategies within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of said safe harbor provisions.

Forward-looking statements, which are based on certain assumptions and describe future plans, strategies, and expectations of our company, are generally identified by use of words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “plan,” “project,” “seek,” “strive,” “try,” or future or conditional verbs such as “could,” “may,” “should,” “will,” “would,” or similar expressions. Our ability to predict results or the actual effects of our plans or strategies is inherently uncertain. Accordingly, actual results may differ materially from anticipated results. Some of the factors that could cause our actual results to differ from our expectations or beliefs include, without limitation, the risks discussed from time to time in our filings with the Securities and Exchange Commission.

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Except as required by applicable law or regulation, we undertake no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.

For additional information, please contact:

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