

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

November 15, 2002

Date of Report (Date of earliest event reported)

0-17843

Commission File Number

**REGAL ONE CORPORATION**

(Exact name of registrant as specified in its charter)

Florida

(State or other jurisdiction of  
incorporation or organization)

95-4158065

(I.R.S. Employer Identification No.)

11300 West Olympic Blvd., Suite 800, Los Angeles, California 90064

(Address of principal executive offices)

(310) 312-6888

(Issuer's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

**Item 4. Changes in Registrant's Certifying Accountant**

(a) Previous independent accountants

(i) On November 27, 2002, Regal One Corporation. ("Registrant"), confirmed with its auditors, Albright Persing & Associates, Ltd, that the firm would no longer be representing the Registrant as its accountants.

(ii) Albright Persing & Associates, Ltd, last reported on Registrant's financial statements as of March 12, 2002. These financial statements included an independent auditor's report containing an explanatory paragraph describing the uncertainty as to the Company's ability to continue as a going concern.

(iii) The change of independent accountants was ratified by the Board of Directors of Regal One on November 15, 2002.

(iv) There have been no disagreements with Albright Persing & Associates, Ltd on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements if not

resolved to the satisfaction of Albright Persing & Associates, Ltd. would have caused them to make reference thereto in their report on the consolidated financial statements for any years for which an audit was undertaken.

(v) During the most recent fiscal year and through August 9, 2002, there have been no reportable events (as defined in Regulation S-K Item 304(a)(1)(v)).

(vi) The Registrant has requested that Albright Persing & Associates, Ltd. furnish it with a letter addressed to the SEC stating whether or not it agrees with the above statements. A copy of such letter, dated November 27, 2002, is filed as Exhibit 16.1 to this Form 8-K.

(b) New independent accountants

The Registrant has engaged George Brenner CPA as its new independent accountant. During the most recent fiscal year and through October 17, 2002 the Registrant has not consulted with George Brenner regarding (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Registrant's consolidated financial statements, and no written report or oral advice was provided to the Registrant by concluding there was an important factor to be considered by the Registrant in reaching a decision as to an accounting, auditing or financial reporting issue; or (ii) any matter that was either the subject of a disagreement, as that term is defined in Item 304(a)(1)(iv) of Regulation S-K and the related instructions to Item 304 of Regulation S-K, or a reportable event, as that term is defined in Item 304(a)(1)(iv) of Regulation S-K.

Item 7. Financial Statement and Exhibits

(c) The following documents are filed herewith as exhibits:

Exhibit 16.1 Letter from Albright Persing dated November 27, 2002.

**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: November 27, 2002

**REGAL ONE CORPORATION**

/s/ Malcolm Currie  
Malcolm Currie,  
Chairman

Exhibit 16.1

November 27, 2002

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Regal One Corporation  
Commission File No. 0-17843

Ladies and Gentlemen:

We have read Item 4 of Regal One Corporation's Form 8-K dated November 27, 2002, and we agree with such statements, except that (1) in reference to item (a)(1)(iii), we are not in a position to confirm that the change was ratified by the Board of Directors of Regal One on November 15, 2002 as no formal written communication was received by us regarding the change, and (2) we are not in a position to confirm that Regal One Corporation engaged new principal accountants on November 15, 2002, and therefore, during the fiscal years ended December 31, 2001 and 2000 and the subsequent interim period to the date hereof, Regal One Corporation did not consult George Brenner regarding any of the matters or events set forth in Item 304 (a)(2)(i) and (ii) of Regulation S-K.

Very truly yours,

/s/ Albright, Persing & Associates, Ltd.  
Albright, Persing & Associates, Ltd.