

**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

September 30, 2014

Date of Report  
(Date of Earliest Event Reported)

**SUNSTOCK, INC.**

(Exact Name of Registrant as Specified in its Charter)

---

**Delaware**

(State or other jurisdiction  
of incorporation)

---

**000-54830**

(Commission File Number)

---

**46-1856372**

(IRS Employer  
Identification No.)

**111 Vista Creek Circle**

**Sacramento, California 95835**

(Address of principal executive offices) (zip code)

**916-860-9622**

(Registrant's telephone number, including area code)

---

#### **ITEM 4.01 Changes in Registrants Certifying Accountant**

On October 1, 2014, the Board of Directors of Sunstock, Inc. (the "Company") accepted the resignation of its independent registered public accounting firm, Anton & Chia, LLP ("Anton & Chia").

The prior accountant's audited report on the financial statements for the period July 23, 2012 (inception) through December 31, 2013, contains a note as to the Company's ability to continue as a going concern. The note indicated that the Company's continuation as a going concern is dependent on its ability to generate sufficient cash flows from operations to meet its obligations, which it has not been able to accomplish to date of the report, and /or obtain additional financing from its stockholders and/or other third parties.

The unaudited financial statements as of and for the period July 23, 2012 (inception) through June 30, 2014 contains a note as to the Company's ability to continue as a going concern. The note indicated that the Company's continuation as a going concern is dependent on its ability to generate sufficient cash flows from operations to meet its obligations, which it has not been able to accomplish to date to the date of the report, and /or obtain additional financing from its stockholders and/or other third parties.

In connection with the audits of the Company's financial statements for the period from July 23, 2012 (inception) to June 30, 2014 (inception) through the date of resignation, September 30, 2014, there were no disagreements with the former accountants, Anton & Chia, LLP, on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure which disagreement(s), if not resolved to the satisfaction of the former accountant, would have caused it to make reference to the subject matter of the disagreement(s) in connection with its reports.

The Registrant has provided Anton & Chia with a copy of this disclosure and has requested that they furnish it with a letter addressed to the U.S. Securities and Exchange Commission stating whether it agrees with the above statements, and if not, stating the respects in which it does not agree. A copy of the letter from Anton & Chia addressed to the U.S. Securities and Exchange Commission is filed as an Exhibit 16.1 to this Current Report on Form 8-K.

#### **Section 9 – Financial Statements and Exhibits**

##### **ITEM 9.01 EXHIBITS**

**Exhibit  
Number**

**Description**

---

16.1 Letter from Anton & Chia, LLP

---

**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 thereunto duly authorized.

**SUNSTOCK, INC.**

*Dated: October 3, 2014*

By: /s/ Jason C. Chang  
*Jason C. Chang*  
*President, Chief Financial Officer*  
*for the period covered by this Report*

---



CERTIFIED PUBLIC ACCOUNTANTS

October 5, 2014

U.S. Securities and Exchange Commission  
Office of the Chief Accountant  
100F Street Northeast  
Washington, DC 20549-2000

RE: Sunstock Inc.  
**File No. 000-54830**

Dear Sir or Madam:

We have read Item 4.01 of Form 8-K dated October 3, 2014 of Sunstock Inc. and are in agreement with the statements contained therein as it pertains to our firm.

We have no basis to agree or disagree with any other statements of the Registrant contained in Item 4.01.

Sincerely,

/s/ Anton & Chia, LLP

---