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): **June 13, 2014**

Car Charging Group, Inc.
(Exact name of registrant as specified in its charter)

Nevada	**333-149784**	**03-0608147**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1691 Michigan Avenue, Suite 601
Miami Beach, Florida 33139
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(305) 521-0200**

N/A
(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 I4a-12 under the Exchange Act (17CFR240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 4.01. Changes in Registrant's Certifying Accountant

On June 13, 2014, EisnerAmper LLP ("EisnerAmper") resigned as the registered independent public accountant of Car Charging Group, Inc. (the "Company"). EisnerAmper's report on the financial statements for the year ended December 31, 2013 contained no adverse opinion or disclaimer of opinion and was not qualified or modified as to uncertainty, audit scope or accounting principles.

The decision to accept the resignation of EisnerAmper has been approved by our Board of Directors. The Company notes that although the originally quoted fee for the Company's 2013 year-end audit (exclusive of the acquisition of the Blink Network) was $64,000, EisnerAmper submitted a spreadsheet detailing charges to the Company for $528,985. The Company was able to settle with EisnerAmper for $210,800.

During the year ended December 31, 2013 and the interim period through June 13, 2014, there have been no reportable events with us as set forth in Item 304(a)(1)(iv) of Regulation S-K, except for the material weaknesses in internal control over financial reporting as disclosed in the Company's 2013 Form 10-K.

During the period from EisnerAmper's engagement on July 17, 2013 through the fiscal year ended December 31, 2013 and the subsequent interim period through June 13, 2014, there were no disagreements with EisnerAmper 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 EisnerAmper, would have caused them to make reference to the subject matter of the disagreement in connection with their report except as follows:

> In connection with EisnerAmper's audit of the Company's financial statements for the year ended December 31, 2013, there was a disagreement regarding the valuation of assets acquired in a business combination which was resolved by the Company's capitulation to EisnerAmper's determination.
>
> More specifically, the disagreement was with respect to assets that the Company acquired during 2013 and the valuation of the acquired business. In order to establish the fair value of the acquired assets, EisnerAmper acknowledged that it is common practice to engage a third-party valuation firm. The Company elected to engage a firm that is widely acknowledged as an expert in the valuation of assets and liabilities of acquired businesses.
>
> EisnerAmper acknowledged the reputation, credibility and capability of the company performing the valuation. The firm performing the valuation indicated that there were different methods of evaluating the assets purchased. The firm performing the valuation valued the assets at a significantly higher amount than the acquisition cost amount. Upon receipt of the firm's initial report, which was based on a single methodology, EisnerAmper advised the Company that several methodologies should be considered and a weighted average value generated. After the Company incurred $50,000 in costs to obtain the valuations, EisnerAmper refused to accept any valuation methodology other than cost. The firm performing the evaluation has experience in similar types of distressed sale situations and provided data and support that other methods of acceptable evaluation could be deemed essential for an accurate determination of fair value under Financial Accounting Standards Board ASC820 – Fair Value Measurement. This matter was finally resolved by the Board of Directors' capitulation as noted above..
>
> The expert referred to above has stated that the report was prepared in accordance with the valuation standards of the principles contained in Financial Accounting Standards Board AASC820 – Fair Value Measurement. A letter from the expert is attached hereto as Exhibit 99.1.

EisnerAmper reviewed the subject matter of the aforementioned disagreement with the Board of Directors, and the Company has authorized EisnerAmper to respond fully to the inquiries of the Company's successor accountant, concerning this subject matter.

The Company provided a copy of the foregoing disclosures to EisnerAmper prior to the date of the filing of this Current Report on Form 8-K (this "Report") and requested that EisnerAmper furnish it with a letter addressed to the Securities and Exchange Commission stating whether or not it agrees with the statements in this Report. A copy of such letter is filed as Exhibit 16.1 to this Report.

New Independent Registered Public Accounting Firm

On June 26, 2014, the Board of Directors of the Company engaged Marcum LLP ("Marcum") as its new independent registered public accounting firm. During the two most recent fiscal years ended December 31, 2013 and 2012 and any subsequent interim periods through June 26, 2014, the date of engagement of Marcum, neither the Company, nor someone on its behalf, has consulted Marcum regarding: (i) either: 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 Company's consolidated financial statements, and either a written report was provided to the Company or oral advice was provided that the new independent registered public accounting firm concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issue; or (ii) any matter that was either the subject of a disagreement as defined in paragraph 304(a)(1)(iv) of Regulation S-K or a reportable event as described in paragraph 304(a)(1)(v) of Regulation S-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Number	Exhibit
16.1	Letter from EisnerAmper LLP, dated June 19, 2014, to the United States Securities and Exchange Commission.
99.1	Letter from Gelfond & Associates, P.C. dated June 24, 2014 regarding valuation of assets and liabilities acquired as a result of the Beam Acquisition.

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 July 3, 2014

Car Charging Group, Inc.

By: /s/ *Michael D. Farkas*
Michael D. Farkas
Chief Executive Officer

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Exhibit 16.1

June 20, 2014

Securities and Exchange Commission
Washington, D.C. 20549

Ladies and Gentleman:

We were previously principal accountants for Car Charging Group, Inc. and Subsidiaries and, under the date of May 2, 2014, we reported on the financial statements of Car Charging Group, Inc. and Subsidiaries as of and for the year ended December 31, 2013. We have read Car Charging Group, Inc.'s statements regarding our resignation as principal accountants, included within its Form 8-K to be filed on or about June 20, 2014 and we agree with such statements, except for the third paragraph for which we have no basis to agree or disagree and the eighth paragraph as follows:

In our professional judgment, the initial valuation methodology used by the Company was not in accordance with the principles contained in Financial Accounting Standards Board ASC 820 - *Fair Value Measurement*. Upon the Company revising its methodology, we were unable to obtain sufficient appropriate audit evidence to support the inputs and assumptions used in the Company's revised valuation model. Furthermore, we were unable to determine whether the Company performed procedures to verify the results of the work performed by the valuation firm. We respectfully disagree with the statement indicating that we would only accept one method of valuation. As to the statement that the valuation firm indicated that there were different methods of evaluating the assets purchased, we have no basis on which to agree or disagree with this statement.

Very truly yours,

/s/ EISNERAMPER LLP

GELFOND & ASSOCIATES, P.C.

Certified Public Accountants
Valuation & Litigation Consultants

June 24, 2014

Mr. Jack Zwick, Chief Financial Officer
Car Charging Group, Inc.
1691 Michigan Avenue, Suite 601
Miami Beach, FL 33139

VIA ELECTRONIC DELIVERY

Dear Mr. Zwick,

We were engaged by Car Charging Group, Inc. ("CCGI") to provide valuation services related to the fair value of the respective assets and liabilities acquired as a result of the Beam Acquisition with a measurement date of February 26, 2013; the Synapse Acquisition with a measurement date of April 3, 2013; the 350 Green Acquisition with a measurement date of April 22, 2013, and the Blink Acquisition with a measurement date of October 16, 2013 (collectively, the "2013 Acquisitions").

Under the date of April 9, 2014, we reported the results of that engagement providing a conclusion of fair value of the assets acquired and liabilities transferred in the 2013 Acquisitions. That report was prepared in accordance with the valuation standards promulgated by the American Institute of Certified Public Accountants and the National Association of Valuation Analysts and the principles contained in Financial Accounting Standards Board ASC 820 – Fair Value Measurement.

In applying the Fair Value standard we were mindful of the guidance on the criteria and amounts used to measure a particular item at the date of initial recognition provided by ASC 820. Particularly focusing on the fact that the fair value of the asset or liability is the price that would be received to sell the asset or paid to transfer the liability (an exit price); and that the transaction price might not represent the fair value of an asset or a liability at initial recognition if "[T]he transaction takes place under duress or the seller is forced to accept the price in the transaction. For example, that might be the case if the seller is experiencing financial difficulty."[1]

[1] Financial Accounting Standards Board, Accounting Standards Codification 820-10-30-3A.

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Our report was prepared under the premise of the highest and best use for the assets acquired in the 2013 Acquisitions and considered the market approach, cost approach, and income approach to estimate the price at which an orderly transaction to sell the acquired assets or to transfer the liabilities would take place between market participants at the various measurement dates under then current market conditions.

It is our professional opinion that of the three valuation approaches considered, the cost approach provided the most accurate and consistent estimate of value for the 2013 Acquisitions.

Very truly yours,

Lawrence P. Gelfond, CPA/ABV/CFF, CFE, CVA