

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): October 13, 2005

MESTEK, INC.

(Exact name of registrant as specified in charter)

<u>Pennsylvania</u>	<u>1-448</u>	<u>25-0661650</u>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

260 North Elm Street
Westfield, Massachusetts 01085
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: 413 -568-9571

(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:

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))

INFORMATION CONCERNING FORWARD-LOOKING STATEMENTS - This report and the exhibit or exhibits attached hereto, contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, statements as to management's good faith expectations and beliefs, which are subject to inherent uncertainties which are difficult to predict, and may be beyond the ability of the Company to control. Forward-looking statements are made based upon management's expectations and belief concerning future developments and their potential effect upon the Company. There can be no assurance that future developments will be in accordance with management's expectations or that the effect of future developments on the Company will be those anticipated by management.

The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of the Company (or entities in which the Company has interests), or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements.

Readers are cautioned not to place undue reliance on these forward-looking statements which reflect management's view only as of the date of this Form 8-K. The Company undertakes no obligation to publicly release the result of any revisions to these forward-looking statements which may be made to reflect events or circumstance after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances. For additional information about risks and uncertainties that could adversely affect the Company's forward-looking statements, please refer to the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended December 31, 2004.

ITEM 1.01. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 11, 2005, Mestek, Inc. (the "Company") and its acquisition subsidiary, Embassy Manufacturing, Inc., entered into an Asset Purchase Agreement with Embassy Industries, Inc. and its corporate parent, P&F Industries, Inc., for the acquisition of all or substantially all of the operating assets, other than cash and real estate, of Embassy Industries, Inc., a New York corporation, located in Farmingdale, (Long Island) New York for a purchase price of \$8,000,000, subject to a price adjustment within 60 days upon determination of the final value of current assets and current liabilities being assumed. In addition, Embassy Manufacturing, Inc. has assumed certain liabilities of Embassy Industries, Inc. Embassy designs, develops, engineers, manufactures, markets and sells hydronic baseboard radiation, commercial finned tube radiation, kick space hydronic heaters, in-floor radiant heating systems, unit heaters, fan coil units, convectors, cabinet unit heaters, gas-fired hot water and combination heaters and boilers, and related software, under the trade name "Embassy" and under other trade names and brands. Embassy joins the Company's other heating businesses, including its Sterling®, Vulcan®, Petite, Designline®, Heatrim®, Senior, Kom-Pak, Hydrotherm®, Beacon Morris®, Westcast/Smith Cast Iron brands, and will expand the Company's offering with respect to the

“in-floor” radiant heating market and the residential gas-fired hot water and combination boiler market.

The Company has determined that Embassy is not a “significant” subsidiary under Regulation S-K.

ITEM 7.01. REGULATION FD DISCLOSURE

The press release attached as Exhibit 99.1 is incorporated by reference into this Item 7.01 in satisfaction of the public disclosure requirements of Regulation FD. This information is “furnished” and not “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934, or otherwise subject to the liabilities of that section. It may be incorporated by reference in another filing under the Securities and Exchange Act of 1934 or the Securities Act of 1933 only if, and to the extent that, such subsequent filing specifically references the information incorporated by reference herein.

ITEM 9.01. FINANCIAL STATEMENT AND EXHIBITS

- (a) none
- (b) none
- (c) The following document is filed herewith as an exhibit to this Form 8-K:

Exhibit 2 - Asset Purchase Agreement

Exhibit 99.1 - Press Release

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.

MESTEK, INC.
(Registrant)

Date: October 13, 2005

By: /s/ Stephen M. Shea
Stephen M. Shea
Senior Vice President – Finance
(Principal Financial and Accounting Officer)



MESTEK, INC.

260 North Elm Street Westfield, MA 01085 (413) 568-9571 www.mestek.com

Contact: John E. Reed
(413) 568-9571

Westfield Massachusetts
October 11, 2005

Mestek, Inc. (the "Company") today announced that its acquisition subsidiary, Embassy Manufacturing, Inc., has acquired all of the operating assets (other than cash and real estate) of Embassy Industries, Inc., a New York corporation, located in Farmingdale, (Long Island) New York for a purchase price of \$8,000,000, subject to a price adjustment within 60 days, upon determination of the final value of current assets and current liabilities being assumed. In addition, Embassy Manufacturing, Inc. has assumed certain liabilities of Embassy Industries, Inc.

Embassy designs, develops, engineers, manufactures, markets and sells hydronic baseboard radiation, kick space hydronic heaters, in-floor radiant heating systems, gas-fired hot water and combination heaters and boilers and a variety of other hydronic heating products and related software, under the trade name "Embassy" as well as under other trade names and brands. Embassy joins the Company's other heating businesses, including its Sterling®, Vulcan®, Petite, Designline®, Heatrim®, Senior, Kom-Pak, Hydrotherm®, Beacon Morris®, Westcast/Smith Cast Iron brands, and will expand the Company's offering with respect to the "in-floor" radiant heating market and the residential gas-fired hot water and combination boiler market.

The Company will retain production operations in Farmingdale for the next six to nine months and will thereafter provide for a distribution center on Long Island for Embassy and other Mestek products and services.

John E. Reed, Chairman and CEO of the Company, indicated as follows:

"We are pleased to announce this acquisition which compliments our long established and successful hydronic heating franchises. Mestek looks forward to supporting and growing the Embassy product lines and established distribution channels. Embassy has a long and distinguished history in the heating, ventilating and air conditioning industry with a reputation for high quality products and superb customer service. We intend to continue this tradition and build upon it."

This news release contains forward-looking statements, which are subject to inherent uncertainties which are difficult to predict, and may be beyond the ability of Mestek to control.

Certain statements in this news release constitute forward-looking statements with the meaning of the Private Securities Litigation Reform act of 1995, that are not historical facts but rather reflect Mestek's current expectations concerning future results and events. The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of Mestek (or entities in which Mestek has interests) or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements.

Readers are cautioned not to place undue reliance on these forward-looking statements which reflect management's view only as of the date of this news release. Mestek undertakes no obligation to publicly release the result of any revisions to these forward-looking statements which may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances.