

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): May 31, 2007  
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National Beverage Corp.

-----  
(Exact Name of Registrant as Specified in Its Charter)

Delaware

-----  
(State or Other Jurisdiction of Incorporation)

1-14170

59-2605822

-----  
(Commission File Number)

-----  
(IRS Employer Identification No.)

One North University Drive  
Fort Lauderdale, Florida

33324

-----  
(Address of Principal Executive Offices)

-----  
(Zip Code)

(954) 581-0922

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(Registrant's Telephone Number, Including Area Code)

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(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 8.01 Other Events

On May 31, 2007, National Beverage Corp. announced that it will switch the listing of its common stock from the American Stock Exchange to the NASDAQ Stock Market. This release is furnished herewith as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits

(c) Exhibit 99.1 Press release dated May 31, 2007.

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.

National Beverage Corp.  
(Registrant)

Date: May 31, 2007

/s/ Dean A. McCoy  
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Dean A. McCoy  
Senior Vice President -  
Chief Accounting Officer

EXHIBIT INDEX

99.1 Press release dated May 31, 2007

National Beverage's FIZZ Goes to NASDAQ

FORT LAUDERDALE, Fla.--(BUSINESS WIRE)--May 31, 2007--National Beverage Corp. (AMEX:FIZ) announced today that it will switch the listing of its common stock from the American Stock Exchange to the NASDAQ Stock Market. Effective on or about June 12, 2007, the Company will trade under the symbol NASDAQ:FIZZ.

"Our industry, as well as our Company, has been 'spot-lighted' for an 'Opportunistic Transition'. The soft drink industry is in Motion and change is the 'brand' of choice," stated Nick A. Caporella, Chairman and Chief Executive Officer. "The new listing on NASDAQ, along with our recently announced stock dividend and the current 'strategic review' undertaken by the Board at this time, are all a part of this 'Opportunistic Transition'," continued Caporella.

"All public companies must focus on shareholder value...National Beverage focuses on...actually seeing them receive it!" concluded Caporella.

National Beverage is a UNIQUE BEVERAGE COMPANY that innovates and produces energy drinks, powders, soft drinks, bottled waters, juices and juice products, and is highly recognized for a line of refreshing flavors through its popular brands: Shasta(R), Faygo(R), Ritz(R), Everfresh(R), Mr. Pure(R), LaCroix(R), Rip It(R), Rip It Chic(TM) and FREEK(TM).

Fun, Flavor and Vitality...the National Beverage Way

Note: This press release includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include fluctuations in costs, changes in consumer preferences and other items and risk factors described in the Company's Securities and Exchange Commission filings and the Company disclaims an obligation to update any such factors or to publicly announce the results of any revisions to any forward-looking statements contained herein to reflect future events or developments.

CONTACT: National Beverage Corp., Fort Lauderdale  
Grace A. Keene, Office of the Chairman, 954-581-0922