
**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): December 30, 2016

Duos Technologies Group, Inc.

(Exact name of registrant as specified in its charter)

Florida
*(State or Other Jurisdiction
of Incorporation)*

000-55497
*(Commission
File Number)*

65-0493217
*(I.R.S. Employer
Identification No.)*

6622 Southpoint Drive S., Suite 310, Jacksonville, Florida 32216

(Address of Principal Executive Office) (Zip Code)

(904) 652-1601

(Registrant's telephone number, including area code)

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))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On December 30, 2016, Mr. Gijs van Thiel informed the Board of Directors ("Board") of Duos Technologies Group Inc. ("Company") that he was resigning from the Board, effective January 1, 2017. Mr. van Thiel indicated that his resignation was not the result of any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. **Description**

17.1 Letter of Resignation of Mr. Gijs van Thiel, dated December 30, 2016*

**filed herewith*

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.

DUOS TECHNOLOGIES GROUP, INC.

Dated: January 4, 2017

By: /s/ Adrian Goldfarb
Adrian Goldfarb
Chief Financial Officer

Gijs van Thiel
C/o 747 capital
880 Third Avenue, 17th floor
New York, NY 10022

New York, December 30, 2016

Mr. Gianni B. Arcaini Chairman
and CEO
Duos Technologies Group
6622 Southpoint Drive South, suite 310
Jacksonville, FL, 32216

Dear Mr. Gianni B. Arcaini:

It is with regret that I tender my resignation from the Duos Technologies Group board of directors, effective immediately.

This resignation is not the result of any disagreement with the Company or any matter related to the company's operations, policies or practices.

I have enjoyed working with you, your team and my fellow board members and am grateful for having had the opportunity to serve on the board of your organization for the past years. I offer my best wishes for its continued success.

Sincerely,



Gijs van Thiel