

Edgar Filing: STENGEL MARC - Form 4

1. Title of Security (Instr. 3) COMMON STOCK, PAR VALUE \$0.001 PER SHARE	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficial Owned at End of Month (Instr. 3 and 4)	
			Code	V	Amount	(A) o (D)	Price	8,994,119
	October 24, 2001	Rule 144 (k)		J	10,000	D	\$0.050	
		Rule 144 (k)		J	10,000	D	0.055	
		Rule 144 (k)		J	10,000	D	0.0675	
		Rule 144 (k)		J	10,000	D	0.069	
		Rule 144 (k)		J	10,000	D	0.070	
		Rule 144 (k)		J	6,000	D	0.080	
	October 25, 2001	Rule 144 (k)		J	10,000	D	0.065	
	October 26, 2001	Rule 144 (k)		J	10,000	D	0.050	
	October 29, 2001	Rule 144 (k)		J	10,000	D	0.050	
		Rule 144 (k)		J	10,000	D	0.055	
	October 30, 2001	Rule 144 (k)		J	10,000	D	0.060	
		Rule 144 (k)		J	10,000	D	0.065	
		Rule 144 (k)		J	10,000	D	0.0675	
	October 31, 2001	Rule 144 (k)		J	10,000	D	0.070	
		Rule 144 (k)		J	5,000	D	0.075	

Reminder: Report on a separate line for each class of securities beneficially owned directly or i

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(Print or Type Response)

FORM 4 (continued)

Table II -- Derivative Securities
 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code	V (A) (D)	Date Exercisable	Expiration Date Title	Amount or Number of Shares
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If the form is filed by more than reporting person, see Instruction 4(b)(v).
 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Explanation of Responses:

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/ Marc L. Stengel

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Marc L. Stengel

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.