

Edgar Filing: SRM NETWORKS INC - Form 8-K

SRM NETWORKS INC  
Form 8-K  
February 25, 2002

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): February 19, 2002

Commission File Number: 000-33231

SRM Networks, Inc.

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(Exact name of registrant as specified in its charter)

Nevada 95-4868120  
-----  
(State or other (I.R.S. Employer Identification No.)  
jurisdiction of  
incorporation or  
organization)

1241 North Central Avenue, Suite 7, 91202  
Glendale, California -----  
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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (818) 243.1181

Michael J. Muellerleile  
MC Law Group  
4100 Newport Place, Suite 660  
Newport Beach, California 92660  
(949) 250-8655  
Facsimile: (949) 250-8656

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Index to Exhibits specified on Page 3

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Item 1. Changes in Control of Registrant.

On February 15, 2002, Mr. Barcikowski was appointed as a director of SRM Networks, Inc., a Nevada corporation ("Registrant"). On February 19, 2002, Mr. Barcikowski purchased 27,500,000 shares of common stock from Scott Sherman and Brad Thompson, the officers and directors of the Registrant, in exchange for \$55,000. The source of that \$55,000 was the personal funds of Mr. Barcikowski. On February 21, 2002, Scott Sherman resigned as the President, Secretary and a director of the Registrant. On February 21, 2002, Brad Thompson resigned as the Treasurer, Chief Financial Officer and a director of the Registrant. On February 21, 2002, Mr. Barcikowski was appointed as the President, Secretary, and Treasurer of the Registrant. As a result of this transaction, Mr. Barcikowski directly and personally owns 27,500,000 shares of the Issuer's common stock which comprises 77.52% of the Issuer's total issued and outstanding shares. Mr. Barcikowski has sole voting and dispositive power as to the 27,500,000 shares he owns directly.

The following table sets forth certain information regarding the beneficial ownership of our common stock as of February 21, 2002, by each person or entity known by us to be the beneficial owner of more than 5% of the outstanding shares of common stock, each of our directors and named executive officers, and all of our directors and executive officers as a group.

Title of Class	Name and Address of Beneficial Owner	Amount and Nature of Beneficial Owner
Common Stock	Jan H. Barcikowski Hegibach Strasse 22 8032 Zurich, Switzerland	27,500,000 shares, director
Common Stock	All directors and named executive officers as a group	27,500,000 shares

Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission and generally includes voting or investment power with respect to securities. In accordance with Securities and Exchange Commission rules, shares of the Registrant's common stock which may be acquired upon exercise of stock options or warrants which are currently exercisable or which become exercisable within 60 days of the date of the table are deemed beneficially owned by the optionees. Subject to community property laws, where applicable, the persons or entities named in the table above have sole voting and investment power with respect to all shares of the Registrant's common stock indicated as beneficially owned by them.

The Registrant is not aware of any arrangements which may result in "changes in control" as that term is defined by the provisions of Item 403 of Regulation S-B.

Item 6. Resignations of Registrant's Directors.

On February 21, 2002, Scott Sherman resigned as the President, Secretary and a director of the Registrant. The resignation is not the result of any disagreement with the registrant on any matter relating to the Registrant's

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operations, policies or practices. A copy of Mr. Sherman's resignation is filed as Exhibit 17.1 to this Form 8-K.

On February 21, 2002, Brad Thompson resigned as the Treasurer, Chief Financial Officer and a director of the Registrant. The resignation is not the result of any disagreement with the registrant on any matter relating to the Registrant's operations, policies or practices. A copy of Mr. Thompson's resignation is filed as Exhibit 17.2 to this Form 8-K.

### Index to Exhibits

17.1 Resignation of Scott Sherman

17.2 Resignation of Brad Thompson

### 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.

SRM Networks, Inc.

February 21, 2002

By: /s/ Jan H. Barcikowski

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Jan H. Barcikowski, President