

ARTS WAY MANUFACTURING CO INC  
Form SC 13D/A  
October 17, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13D**

**(Rule 13d-101)**

**Information to be Included in Statements Filed Pursuant to § 240.13d-1(a) and Amendments Thereto Filed Pursuant to § 240.13d-2(a)**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 6)\***

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Art's-Way Manufacturing Co., Inc.  
(Name of Issuer)

Common Stock, \$0.01 par value  
(Title of Class of Securities)

043168103  
(CUSIP Number)

Joseph R. Dancy  
1007 Beaver Creek  
Duncanville, Texas 75137  
(972) 780-1805

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

October 8, 2014  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [ ]

*Note.* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

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**1** NAMES OF REPORTING PERSONS

Joseph R. Dancy

CHECK THE APPROPRIATE BOX IF  
A MEMBER OF A GROUP (SEE  
INSTRUCTIONS)

**2** \*\*Joint Filing

(a) [ ]

(b) [ ]

**3** SEC USE ONLY

**4** SOURCE OF FUNDS (SEE  
INSTRUCTIONS)

OO

**5** CHECK IF DISCLOSURE OF LEGAL  
PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

Not applicable

**6** CITIZENSHIP OR PLACE OF  
ORGANIZATION

U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b> SOLE VOTING POWER
	89,000 (1)
	<b>8</b> SHARED VOTING POWER
	95,000
	<b>9</b> SOLE DISPOSITIVE POWER
	89,000 (1)
	<b>10</b> SHARED DISPOSITIVE POWER
	95,000

**11** AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

184,000 (1)

**12** CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

[ ]

Reporting person expressly disclaims  
beneficial ownership of 76,955 shares of  
the 184,000 aggregate amount reported in  
Row 11, except to the extent of his  
pecuniary interests therein.

**13** PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

4.5% (2)

**14** TYPE OF REPORTING PERSON (SEE  
INSTRUCTIONS)

IN

(1) Includes options held by Joseph Dancy that are exercisable within 60 days to acquire 6,000 shares of common stock.

(2) The percentage is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014, and 6,000 shares of common stock that may be acquired by Joseph Dancy upon the exercise of options exercisable within 60 days, which are deemed outstanding in accordance with Rule 13d-3(d)(1) under the Exchange Act.

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**1** NAMES OF REPORTING PERSONS

Victoria A. Dancy

CHECK THE APPROPRIATE BOX IF  
A MEMBER OF A GROUP (SEE  
INSTRUCTIONS)

**2**

\*\*Joint Filing

(a)

(b)

**3**

SEC USE ONLY

**4**

SOURCE OF FUNDS (SEE  
INSTRUCTIONS)

OO

**5**

CHECK IF DISCLOSURE OF LEGAL  
PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

Not applicable

**6**

CITIZENSHIP OR PLACE OF  
ORGANIZATION

U.S.A

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

**7** SOLE VOTING POWER

53,000

**8** SHARED VOTING POWER

131,000 (1)

**9** SOLE DISPOSITIVE POWER

53,000

**10** SHARED DISPOSITIVE POWER

131,000 (1)

**11**

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

184,000 (1)

**12** CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

[ ]

Reporting person expressly disclaims  
beneficial ownership of 112,955 shares of  
the 184,000 aggregate amount reported in  
Row 11, except to the extent of her  
pecuniary interests therein.

**13** PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

4.5% (2)

**14** TYPE OF REPORTING PERSON (SEE  
INSTRUCTIONS)

IN

(1) Includes options held by Joseph Dancy that are exercisable within 60 days to acquire 6,000 shares of common stock.

(2) The percentage is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014, and 6,000 shares of common stock that may be acquired by Joseph Dancy upon the exercise of options exercisable within 60 days, which are deemed outstanding in accordance with Rule 13d-3(d)(1) under the Exchange Act.

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**1** NAMES OF REPORTING PERSONS

LSGI Technology Venture Fund L.P.

75-2825353

CHECK THE APPROPRIATE BOX IF  
A MEMBER OF A GROUP (SEE  
INSTRUCTIONS)

**2** \*\*Joint Filing

(a)

(b)

**3** SEC USE ONLY

**4** SOURCE OF FUNDS (SEE  
INSTRUCTIONS)

OO

**5** CHECK IF DISCLOSURE OF LEGAL  
PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

Not applicable

**6** CITIZENSHIP OR PLACE OF  
ORGANIZATION

Texas

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER
		0
	<b>8</b>	SHARED VOTING POWER
		42,000
	<b>9</b>	SOLE DISPOSITIVE POWER
		0
	<b>10</b>	SHARED DISPOSITIVE POWER
		42,000

**11**

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

42,000

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

12

[ ]

13

PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

1.0% (1)

14

TYPE OF REPORTING PERSON (SEE  
INSTRUCTIONS)

PN

(1) The percentage is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014.



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**1** NAMES OF REPORTING PERSONS

LSGI Advisors Inc.

75-2805972

CHECK THE APPROPRIATE BOX IF  
A MEMBER OF A GROUP (SEE  
INSTRUCTIONS)

**2** \*\*Joint Filing

(a)

(b)

**3** SEC USE ONLY

**4** SOURCE OF FUNDS (SEE  
INSTRUCTIONS)

OO

**5** CHECK IF DISCLOSURE OF LEGAL  
PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

Not applicable

**6** CITIZENSHIP OR PLACE OF  
ORGANIZATION

Texas

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER
		42,000 (1)
	<b>8</b>	SHARED VOTING POWER
		0
	<b>9</b>	SOLE DISPOSITIVE POWER
		42,000 (1)
	<b>10</b>	SHARED DISPOSITIVE POWER
		0

**11**

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

42,000 (1)

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

12

[ ]

13

PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

1.0% (2)

14

TYPE OF REPORTING PERSON (SEE  
INSTRUCTIONS)

CO

(1) Includes 42,000 shares owned by LSGI Technology Venture Fund L.P., a limited partnership of which LSGI Advisors Inc. is the general partner.

(2) The percentage is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014.

The following constitutes Amendment No. 6 (“Amendment No. 6”) to the Schedule 13G filed by the undersigned on July 6, 2009, as amended on Schedule 13D, filed by the undersigned on May 17, 2013 (collectively, the “Schedule 13D”). This Amendment No. 6 amends the Schedule 13D as specifically set forth herein. Joseph R. Dancy, Victoria A. Dancy, LSGI Technology Venture Fund L.P. (“LSGI Fund”) and LSGI Advisors Inc. (“LSGI Advisors”) are the “Reporting Persons”.

Item 1. Security and Issuer.

There are no amendments to Item 1.

Item 1. Identity and Background.

Item 2 is amended as follows:

Joseph R. Dancy currently holds options that are exercisable within 60 days to acquire 6,000 shares of common stock, an increase from the options exercisable within 60 days to acquire 4,000 shares as previously disclosed on the Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended to add the following:

All of the Common Stock sold or acquired by the Reporting Persons during the period covered by this Amendment No. 6 was sold or acquired by the Reporting Persons: (1) in open market sales by LSGI Fund for a total of approximately \$243,738 (2) in open market sales by Joseph R. Dancy for a total of approximately \$39,896; and (3) as options to purchase Common Stock granted to Mr. Dancy on April 29, 2014 in connection with Mr. Dancy’s service to the Board of Directors of the Company.

Item 4. Purpose of Transaction.

There are no amendments to Item 4.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated as follows:

(a) As of the date hereof, the Reporting Persons beneficially own the amount of Common Stock set forth below. For Mr. Dancy, the percentage set forth below is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014 and 6,000 shares of Common Stock that may be acquired by Mr. Dancy upon the exercise of options exercisable within 60 days. For Mrs. Dancy, the percentage set forth below is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014 and 6,000 shares of Common Stock that may be acquired by Mr. Dancy upon the exercise of options exercisable

within 60 days. For LSGI Fund and LSGI Advisors, the percentage set forth below is based upon 4,048,552 shares of common stock outstanding as of September 22, 2014:

**Mr. Dancy:**

Shares of Common Stock  
184,000

Percentage of  
Outstanding Common Stock  
4.5%

**Mrs. Dancy:**

Shares of Common Stock  
184,000

Percentage of  
Outstanding Common Stock  
4.5%

**LSGI Fund:**

Shares of Common Stock  
42,000

Percentage of  
Outstanding Common Stock  
1.0%

**LSGI Advisors:**

Shares of Common Stock  
42,000

Percentage of  
Outstanding Common Stock  
1.0%

(b) The information set forth in items 7 through 11 of the cover pages (pages 2-5) hereto is incorporated herein by reference.

(c) From sixty days prior to October 17, 2014 until the date of filing hereof, the following transactions occurred:

<u>Date</u>	<u>Direct Beneficial Owner</u>	<u>Type of Activity</u>	<u>Type of Security</u>	<u>Shares</u>	<u>Aggregate Purchase Price of Security</u>
10/08/14	LSGI Technology Venture Fund L.P.	Open Market Sale	Common Stock	16,000	\$0
10/09/14	Joseph R. Dancy	Open Market Sale	Common Stock	8,000	\$0

(d) Not applicable.

(e) The Reporting Persons ceased to be beneficial owners of more than five percent of the class of securities on October 8, 2014.

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

There are no amendments to Item 6.

**Item 7. Exhibits.**

Exhibit 1

Joint Filing Agreement of the Reporting Persons, dated January 22, 2013 (incorporated by reference to Exhibit 1 to the Schedule 13D filed by the

Reporting Persons on January 22, 2013).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 17, 2014

Joseph R. Dancy

/s/ Joseph R. Dancy  
Signature

Victoria A. Dancy

/s/ Victoria A. Dancy  
Signature

LSGI TECHNOLOGY VENTURE FUND, L.P.

BY: LSGI Advisors Inc., its General Partner

BY: /s/ Joseph R. Dancy  
Joseph R. Dancy, President

LSGI ADVISORS INC.

BY: /s/ Joseph R. Dancy  
Joseph R. Dancy, President