

Edgar Filing: STENGEL MARC - Form 4

STENGEL MARC  
 Form 4  
 October 10, 2001

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 FORM 4  
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[ ] Check box if no longer  
 subject to Section 16.  
 Form 4 or Form 5  
 obligations may continue.  
 See Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 and  
 Section 17(a) of the Public Utility Holding Company Act of 1935  
 or of the Investment Company Act of 1940

|   |         |          |  |  |
|---|---------|----------|--|--|
| 1. Name and Address of Reporting Person |         |          | 2. Issuer Name and Ticker or Trading Symbol                            | 6  |
| STENGEL                                 | MARC    | L.       | SALES ONLINE DIRECT, INC.  |  |
| -----                                   | -----   | -----    | -----  |  |
| (Last)                                  | (First) | (Middle) | 3. IRS or Social Security<br>Number of Reporting<br>Person (Voluntary) | 4. Statement for<br>Month/Year                       |
| 3743 BIRCH LANE                         |         |          |  | SEPTEMBER 2001                                       |
| -----                                   |         |          |  | -----  |
| (Street)                                |         |          |  | 5. If Amendment,<br>Date of Original<br>(Month/Year) |
| OWINGS MILLS                            | MD      | 21117    |  |  |
| -----                                   | -----   | -----    |  |  |
| (City)                                  | (State) | (Zip)    |  |  |

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 Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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| 1. Title of Security<br>(Instr. 3)<br>COMMON STOCK, PAR VALUE<br>\$0.001 PER SHARE | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |        |              |         | 5. Amount of<br>Securities<br>Beneficial<br>Owned at<br>End of<br>Month<br>(Instr. 3<br>and 4) |
|--|---|---|---|--------|--------------|---------|--|
|  |   | Code                                      | V   | Amount | (A) o<br>(D) | Price   | 9,136,119  |
|  | September 4,<br>2001                                    | Rule<br>144(k)                            | J   | 20,000 | D            | \$0.024 |  |
|  | September<br>10, 2001                                   | Rule<br>144(k)                            | J   | 55,000 | D            | 0.002   |  |
|  |   | Rule<br>144(k)                            | J   | 1,000  | D            | 0.017   |  |
|  | September<br>17, 2001                                   | Rule<br>144(k)                            | J   | 20,000 | D            | 0.015   |  |
|  |   | Rule<br>144(k)                            | J   | 22,000 | D            | 0.016   |  |
|  | September<br>20, 2001                                   | Rule<br>144(k)                            | J   | 2,000  | D            | 0.016   |  |
|  |   | Rule<br>144(k)                            | J   | 20,000 | D            | 0.0165  |  |
|  |   | Rule<br>144(k)                            | J   | 22,000 | D            | 0.017   |  |
|  | September<br>21, 2001                                   | Rule<br>144(k)                            | J   | 5,000  | D            | 0.012   |  |
|  |   | Rule<br>144(k)                            | J   | 21,000 | D            | 0.015   |  |
|  | September<br>24, 2001                                   | Rule<br>144(k)                            | J   | 1,000  | D            | 0.012   |  |
|  |   | Rule<br>144(k)                            | J   | 61,000 | D            | 0.013   |  |
|  | September<br>26, 2001                                   | Rule<br>144(k)                            | J   | 1,000  | D            | 0.014   |  |
|  |   | Rule<br>144(k)                            | J   | 25,000 | D            | 0.015   |  |
|  | September<br>27, 2001                                   | Rule<br>144(k)                            | J   | 20,000 | D            | 0.014   |  |
|  | September   | Rule                                      | J   | 20,000 | D            | 0.012   |  |

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28, 2001 144(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.  
(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 |
| -----                                      | -----  | -----                                | -----                          | -----   | -----  | -----   | -----                                      | -----                      |
| -----                                      | -----  | -----                                | -----                          | -----   | -----  | -----   | -----                                      | -----                      |
| -----                                      | -----  | -----                                | -----                          | -----   | -----  | -----   | -----                                      | -----                      |
| -----                                      | -----  | -----                                | -----                          | -----   | -----  | -----   | -----                                      | -----                      |

If the form is filed by more than one reporting person, see Instruction 4(b)(v).  
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.

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).

\*\*Signature of Reporting Person

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