

SHERMAN ELIOT H  
Form SC 13G/A  
February 13, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 8) \*

UFP TECHNOLOGIES, INC.  
-----  
(Name of Issuer)

COMMON STOCK - \$.01 PAR VALUE

902673102  
-----  
(CUSIP Number)

DECEMBER 31, 2001  
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Date of Event which requires filing of this statement

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*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 the disclosures provided in a prior cover page.

The information required in 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 (the "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).

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SCHEDULE 13G  
AMENDMENT NO. 8

1) Names of Reporting Persons; S.S. or I.R.S. Identification Nos. of Above Persons

ELIOT H. SHERMAN  
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2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)  
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(b)  
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3) SEC Use Only  
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4) Citizenship or Place of Organization U.S.A.  
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Number of Shares	5)	Sole Voting Power	273,684
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Beneficially Owned By Each Reporting	6)	Shared Voting Power	0
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Person With	7)	Sole Dispositive Power	273,684
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	8)	Shared Dispositive Power	0
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9) Aggregate Amount Beneficially Owned by Each Reporting Person  
273,684  
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10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  
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Percent of Class Represented by Amount in Row (9)	6.5%
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Type of Reporting Person (See Instructions)	IN
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SECURITIES AND EXCHANGE COMMISSION

SCHEDULE 13G

AMENDMENT NO. 8

- Item 1 (a) Name of Issuer: UFP Technologies, Inc.  
(b) Address of Issuer's Principal Executive Offices:  
172 East Main Street  
Georgetown, Massachusetts 01833
- Item 2 (a) Name of Person Filing: Eliot H. Sherman  
(b) Address of Principal Business Office or, if none, Residence:  
14 Timber Ledge Drive  
Holliston, MA 01746  
(c) Citizenship: USA  
(d) Title of Class of Securities: Common Stock, \$.01 par value  
(e) CUSIP NUMBER: 902673102
- Item 3 If this statement is filed pursuant to Sections 240.13d-1(b),  
or 240.13d-2(b) or (c), check whether the person filing is a:  
Not Applicable

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- Item 4 (a) Amount Beneficially Owned: 273,684  
(b) Percent of Class: 6.5%  
(c) Number of Shares as to which such person has:  
(i) sole power to direct the vote 273,684  
(ii) shared power to vote or to direct the vote 0  
(iii) sole power to dispose or to direct the  
disposition of

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273,684

(iv) shared power to dispose or to direct the disposition of

0

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification

(a) Not Applicable

(b) Not Applicable

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

FEBRUARY 12, 2002

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Date

/S/ ELIOT H. SHERMAN

-----  
Signature

ELIOT H. SHERMAN

-----  
Name/Title

