

Edgar Filing: LIFELINE THERAPEUTICS, INC. - Form SC 13D

LIFELINE THERAPEUTICS, INC.
Form SC 13D
December 07, 2004

OMB APPROVAL
OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden hours per response 11.00

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934

Lifeline Therapeutics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

53221T108

(CUSIP Number)

William Joseph Driscoll
Rosemary A Driscoll
6367 South Jamaica Street
Englewood, CO 80111
Telephone: 720 488 1711

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

October 26, 2004

(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 that is the subject of this Schedule 13D, and is filing this schedule because of Sections 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 Section 240.13d-7 for other parties to whom copies are to be sent.

SCHEDULE 13D
CUSIP No. 53221T108

Page 2 of 6

Edgar Filing: LIFELINE THERAPEUTICS, INC. - Form SC 13D

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)

SCHEDULE 13D
CUSIP No. 53221T108

Page 3 of 6

1 NAME OF REPORTING PERSONS. I.R.S. IDENTIFICATION NO.OF ABOVE PERSON

William Joseph Driscoll
Rosemary A. Driscoll

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
PF

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION
William Joseph Driscoll: United States
Rosemary A. Driscoll: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0 shares
	8	SHARED VOTING POWER 5,033,800shares
	9	SOLE DISPOSITIVE POWER 0 shares
	10	SHARED DISPOSITIVE POWER 5,033,800 shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,033,800 shares as joint tenants

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
30.7%

Edgar Filing: LIFELINE THERAPEUTICS, INC. - Form SC 13D

SCHEDULE 13D
CUSIP No. 53221T108

Page 4 of 6

14 TYPE OF REPORTING PERSON

William Joseph Driscoll: IN
Rosemary A. Driscoll: IN

Item 1. Security And Issuer

This Statement relates to the Common Stock of Lifeline Therapeutics, Inc., a company organized under the laws of the State of Colorado.

The principal executive offices of the Company are located at 6400 South Fiddlers Green Circle, Suite 1750, Englewood, Colorado 80111.

Item 2. Identity and Background

The identities and residential addresses of the reporting persons are:

William Joseph Driscoll, 6367 South Jamaica Street, Englewood, Colorado 80111; and

Rosemary A. Driscoll, 6367 South Jamaica Street, Englewood, Colorado 80111.

Mr. Driscoll serves as the President and a Director of Lifeline Therapeutics, Inc., 6400 South Fiddlers Green Circle, Suite 1750, Englewood, Colorado 80111.

Mrs. Driscoll currently is not employed.

The reporting persons have not been convicted in criminal proceedings of the nature described in Item 2(d) of Schedule 13D in the last five years.

The reporting persons have not been parties to a civil proceeding of the nature described in Item 2(e) of Schedule 13D in the last five years.

The reporting persons are both citizens of the United States.

SCHEDULE 13D
CUSIP No. 53221T108

Page 5 of 6

Item 3. Source and Amount of Funds or Other Consideration

This Schedule 13D reports the following transactions:

Securities	Amount/Source of Funds

Edgar Filing: LIFELINE THERAPEUTICS, INC. - Form SC 13D

5,623,800 shares of common stock	Mr. Driscoll acquired the shares of common stock pursuant to the terms of an Agreement and Plan of Reorganization between Lifeline Nutraceuticals Corporation and Lifeline Therapeutics, Inc., whereby the shareholders of Lifeline Nutraceuticals exchanged their outstanding common stock in Lifeline Nutraceuticals for newly issued stock in Lifeline Therapeutics, Inc.
5,623,800 shares of common stock	On October 29, 2004, Mr. Driscoll transferred (as a gift) a joint tenancy interest in the 5,623,800 shares of Lifeline Therapeutics common stock to his wife, Rosemary A. Driscoll.
150,000 shares of common stock	On November 1, 2004, Mr. and Mrs. Driscoll transferred (as a gift) 150,000 shares of common stock to Joy and Mark Driscoll as joint tenants.
440,000 shares of common stock	On November 1, 2004, Mr. and Mrs. Driscoll transferred (as a gift) 440,000 shares of common stock to Luke Driscoll.

Item 4. Purpose of Transaction

The reporting persons acquired these shares for investment purposes.

Item 5. Interest in the Securities of the Issuer

(a) The reporting persons aggregate interest and percentage of common stock of Lifeline Therapeutics, Inc. equals 5,033,800 shares (30.7% of the shares of common stock outstanding). The shares of common stock described above are the only interest the reporting persons have in Lifeline Therapeutics, Inc. common stock.

(b) The reporting persons, individually, do not have sole voting or sole dispositive power with respect to any shares of common stock in Lifeline Therapeutics, Inc. The reporting persons have shared voting and dispositive power with respect to 5,033,800 shares of common stock of Lifeline Therapeutics, Inc., which they hold as joint tenants.

(c) N/A

(d) N/A

(e) N/A

Item 6. Contract, Arrangements, Understandings or Relationships with Respect

Edgar Filing: LIFELINE THERAPEUTICS, INC. - Form SC 13D

to Securities of the Issuer

None

Item 7. Material to be Filed as Exhibits

N/A

Signatures and Affidavits:

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: December 7, 2004

By: /s/ William Joseph Driscoll

Dated: December 7, 2004

By: /s/ Rosemary A. Driscoll

ATTENTION: Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18USC1001)