

SRI SURGICAL EXPRESS INC
Form SC 13G/A
February 17, 2009

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 5)

UNDER THE SECURITIES EXCHANGE ACT OF 1934

SRI/Surgical Express, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

78464W104

(CUSIP Number)

December 31, 2008

(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)

1 NAME OF REPORTING PERSON

Wayne R. Peterson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5 SOLE VOTING POWER

NUMBER OF

SHARES 62,108
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 650,323
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 62,108
WITH 8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

712,431

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11.0%

12 TYPE OF REPORTING PERSON

IN

1 NAME OF REPORTING PERSON

Peterson Partners, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Colorado

5 SOLE VOTING POWER

NUMBER OF

0

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

576,670

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

0

8 SHARED DISPOSITIVE POWER

WITH

576,670

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

576,670

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.9%

12 TYPE OF REPORTING PERSON

PN

1 NAME OF REPORTING PERSON

Peterson Holdings, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Colorado

5 SOLE VOTING POWER

NUMBER OF

0

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

576,670

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

0

8 SHARED DISPOSITIVE POWER

WITH

576,670

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

576,670

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.9%

12 TYPE OF REPORTING PERSON

CO

- Item 1. (a) Name of Issuer:
SRI/Surgical Express, Inc.
- Item 1. (b) Address of Issuer's Principal Executive Offices:
12425 Race Track Road

Tampa, Florida 33626
- Item 2. (a) Name of Person Filing:
(1) Wayne R. Peterson

(2) Peterson Partners, Ltd.

(3) Peterson Holdings, Inc.
- Item 2. (b) Address of Principal Business Office or if None, Residence:
(1) 2779 Camden Road

Clearwater, Florida 33759

(2) 2779 Camden Road

Clearwater, Florida 33759

(3) 2779 Camden Road

Clearwater, Florida 33759
- Item 2. (c) Citizenship:
(1) United States of America

(2) Colorado

(3) Colorado
- Item 2. (d) Title of Class of Securities:
Common Stock
- Item 2. (e) Cusip Number:
78464W104
- Item 3. Statements filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c):
Not applicable.

Item 4. Ownership

(a) Amount Beneficially Owned:

- (1) 712,431*
- (2) 576,670
- (3) 576,670

* This amount includes (1) 42,608 shares of Common Stock owned by the Wayne R. Peterson Grantor Retained Annuity Trust, of which Wayne R. Peterson is trustee, (2) 42,609 shares of Common Stock owned by the Theresa A. Peterson Grantor Retained Annuity Trust, of which Theresa A. Peterson, Mr. Peterson's wife, is trustee, (3) 31,044 shares of Common Stock owned by Mr. and Mrs. Peterson as tenants by the entirety, and (4) 576,670 shares of Common Stock owned by Peterson Partners, Ltd., a Colorado limited partnership, of which Peterson Holdings, Inc., a Colorado corporation, is the general partner. Mr. Peterson is the President of Peterson Holdings, Inc. and Mr. and Mrs. Peterson jointly own all of the issued and outstanding voting stock of Peterson Holdings, Inc. This amount also includes 19,500 shares of Common Stock issuable on exercise of stock options held by Mr. Peterson that are currently exercisable.

(b) Percent of Class:

- (1) 11.0%
- (2) 8.9%
- (3) 8.9%

(c) Number of shares as to which such person has:

- (1):
 - (i) sole power to vote or to direct the vote:
62,108
 - (ii) shared power to vote or to direct the vote:
650,323
 - (iii) sole power to dispose or to direct the disposition of:
62,108
 - (iv) shared power to dispose or to direct the disposition of:
650,323
- (2):
 - (i) sole power to vote or to direct the vote:
0
 - (ii) shared power to vote or to direct the vote:
576,670
 - (iii) sole power to dispose or to direct the disposition of:
0
 - (iv) shared power to dispose or to direct the disposition of:
576,670
- (3):
 - (i) sole power to vote or to direct the vote:

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0

(ii) shared power to vote or to direct the vote:

576,670

(iii) sole power to dispose or to direct the disposition of:

0

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

576,670

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:

Theresa A. Peterson, Wayne R. Peterson's wife, has the power to direct the receipt of dividends from, or the proceeds from the sale of, (1) 42,609 shares of Common Stock owned by the Theresa A. Peterson Grantor Retained Annuity Trust, of which Mrs. Peterson is trustee, (2) 31,044 shares of Common Stock owned by Mr. and Mrs. Peterson as tenants by the entireties, which power is shared with Mr. Peterson, and (3) 576,670 shares of Common Stock owned by Peterson Partners, Ltd., which power is shared with Mr. Peterson.

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:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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: February 13, 2009

/s/ Wayne R. Peterson
WAYNE R. PETERSON

PETERSON PARTNERS, LTD.

By: Peterson Holdings, Inc., its general partner

By: /s/ Wayne R. Peterson
Wayne R. Peterson, President

PETERSON HOLDINGS, INC.

By: /s/ Wayne R. Peterson
Wayne R. Peterson, President