

STORAGENETWORKS INC
Form SC 13G/A
February 14, 2002

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

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

StorageNetworks, Inc.

(NAME OF ISSUER)

COMMON STOCK, \$.01 PAR VALUE

(TITLE OF CLASS OF SECURITIES)

86211E 10 3

(CUSIP NUMBER)

December 31, 2001

(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 ("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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- (1) Name of Reporting Person
I.r.s. Identification Number of Above Person (Entities Only)

Roger M. Marino

- (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 Beneficially Owned By Each Reporting Person With 5,835,557 shares held by Mr. Marino Individually.

- (6) Shared Voting Power

434,157 Shares, 6,749 of which are Held by LAULIN Limited Partnership, of which Mr. Marino is a general partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

- (7) Sole Dispositive Power

5,835,557 shares held by Mr. Marino individually.

- (8) Shared Dispositive Power

434,157 shares, 6,749 of which are held by LAULIN Limited Partnership, of Which Mr. Marino is a General partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person

6,269,714 Shares, 5,835,557 of which are held by Mr. Marino individually, 6,749 of which are held by LAULIN Limited Partnership, of which Mr. Marino is a general partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

- (10) Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares

[]

- (11) Percent of Class Represented by Amount in Row (9)

6.4 %

- (12) Type of Reporting Person

IN

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Item 1(a). NAME OF ISSUER
StorageNetworks, Inc.

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL OFFICE
100 Fifth Avenue
Waltham, Massachusetts 02451

Item 2(a). NAME OF PERSON FILING
Roger M. Marino

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR
IF NONE, RESIDENCE
c/o The Duchesneau Group, Inc.
13 Riverside Road
Weston, MA 02493

Item 2(c). CITIZENSHIP
United States of America

Item 2(d). TITLE OF CLASS OF SECURITIES
Common Stock, \$.01 par value

Item 2(e). CUSIP NUMBER
86211E 10 3

Item 3. If this statement is filed pursuant to
Rules 13d-1(b), or 13d-2(b) or (c), check
whether the person filing is a:

- (a) Broker or dealer registered under Section
15 of the Exchange Act
- (b) Bank as defined in Section 3(a)(6) of the
Exchange Act.
- (c) Insurance company as defined in Section
3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section
8 of the Investment Company Act.
- (e) Investment adviser in accordance with Rule
13d-1(b)(1)(ii)(E).
- (f) Employee benefit plan, or endowment fund in
accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) Parent holding company or control person,
in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section
3(b) of the Federal Deposit Insurance Act.
- (i) A church plan that is excluded from the
definition of an investment company under
Section 3(c)(14) of the Investment Company
Act.

- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box .

Item 4.

OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of the securities of the issuer identified in Item 1.

(a) Amount Beneficially Owned:

6,269,714 shares, 5,835,557 of which are held by Mr. Marino individually, 6,749 of which are held by LAULIN Limited Partnership, of which Mr. Marino is a general partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

(b) Percent of Class:

6.4 %

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

- (i) sole power to vote or to direct the vote:

5,835,557 shares held by Mr. Marino individually.

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

434,157 shares, 6,749 of which are held by LAULIN Limited Partnership, of which Mr. Marino is a general partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

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

5,835,557 shares held by Mr. Marino individually.

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

434,157 shares, 6,749 of which are held by LAULIN Limited Partnership, of which Mr. Marino

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is a general partner, and 427,408 of which are held by Grampek Limited Partnership, of which Mr. Marino is a general partner.

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Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Inapplicable

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

6,749 shares are held by LAULIN Limited Partnership, of which Mr. Marino is a general partner, and 427,408 shares are held by Grampek Limited Partnership, of which Mr. Marino is a general partner. Such interests do not relate to more than 5% of the class of such securities.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c), attach an exhibit stating the identification of the relevant subsidiary.

Inapplicable

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Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

If a group has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(J), so indicate under Item 3(h) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Inapplicable

Item 9. NOTICE OF DISSOLUTION OF GROUP.

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Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by the members of the group, in their individual capacity. (See Item 5.)

Inapplicable

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 the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purposes or effect.

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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.

Date: February 11, 2002

Signature: /s/ Roger M. Marino

Roger M. Marino

