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MARKETSHARE RECOVERY INC

Form SC 13D

November 01, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

MarketShare Recovery, Inc.
(Name of Issuer)

Common Stock, \$.10 par value per share
(Title of Class of Securities)

570913 103
(CUSIP Number of Class of Securities)

Epifanio Almodovar
400 Garden City Plaza, Suite 106
Garden City, New York 11530
(516) 214-0219
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

September 9, 2003
(Date of Event which Requires
Filing of this Schedule)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of ss. 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 Rule 240.13d-7 for other parties to whom copies are to be sent.

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SCHEDULE 13D

1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Epifanio Almodovar	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) [X]
3	SEC USE ONLY	
4	SOURCE OF FUNDS* OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED	

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PURSUANT TO ITEMS 2(d) or 2(e) []

6	CITIZENSHIP OR PLACE OF ORGANIZATION United States
7	SOLE VOTING POWER 3,490,000
8	SHARED VOTING POWER --
9	SOLE DISPOSITIVE POWER 3,490,000
10	SHARED DISPOSITIVE POWER --
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 3,490,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* []
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.6%
14	TYPE OF REPORTING PERSON* IN

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Item 1. Security and Issuer.

This statement on Schedule 13D ("Schedule 13D") is being filed with respect to the common stock, \$.10 par value (the "Common Stock"), of MarketShare Recovery, Inc., a Delaware corporation (the "Company"). The Company's principal executive office is located at 95 Broadhollow Road, Suite 101, Melville, NY 11747.

Item 2. Identity and Background.

(a) This statement is filed by Epifanio Almodovar (the "Reporting Person") with respect to shares directly owned by him.

Any disclosures herein with respect to persons other than the Reporting Person is made on information and belief after making inquiry to the appropriate party.

(b) The business address of Epifanio Almodovar is 400 Garden City Plaza, Suite 106, Garden City, New York 11530.

(c) Mr. Almodovar is self-employed as a financial and public relations consultant and is a private investor.

(d) The Reporting Person has not, during the last five (5) years been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

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(e) The Reporting Person has not during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Mr. Almodovar is a citizen of the United States of America.

Item 3. Source and Amount of Funds or Other Consideration.

On September 9, 2003 Mr. Almodovar received 3,141,000 shares of the Company's Common Stock for personal services rendered to the Company. On September 18, 2003, Mr. Almodovar received an additional 349,000 from the Company for personal services rendered to the Company. As a result, Mr. Almodovar owns 3,490,000 shares of the Company's Common Stock.

Item 4. Purpose of Transaction.

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The shares of Common Stock deemed to be beneficially owned by Mr. Almodovar were acquired for, and are being held for, investment purposes. The shares of Common Stock were not acquired for the purpose of acquiring control of the Company.

The Reporting Person may in the future directly acquire shares of Common Stock in open market or private transactions, block purchases or otherwise. The Reporting Person may continue to hold or dispose of all or some of the securities reported herein from time to time, in each case in open market or private transactions, block sales or purchases or otherwise, subject to compliance with applicable law. Other than as set forth herein, the Reporting Person has no plans or proposals which relate to, or could result in, any of the matters referred to in paragraphs (b) through (j), inclusive, of Item 4 of the Schedule 13D. The Reporting Person may, at any time and from time to time, review or reconsider his or its position and formulate plans or proposals with respect thereto, but has no present intention of doing so.

Item 5. Interest in Securities of the Issuer.

(a) As of the close of business on October 25, 2004, the Reporting Person was the beneficial owner, within the meaning of Rule 13d-3 under the Exchange Act, of 3,490,000 shares of Common Stock. As of October 25, 2004 these shares represented 7.6% of the sum of the 45,702,256 total shares of Common Stock outstanding as reported by the Company's transfer agent.

(b) The sole or shared power to vote or dispose of, or to direct the vote or disposition of the Common Stock with respect to each Reporting Person noted in paragraph (a) of this Item 5 is as set forth on the cover sheets of this Schedule 13D.

(c) There have been no transactions involving the shares of Common Stock of the Company engaged in by Mr. Almodovar during the 60 day period prior to and including August 25, 2004 up to the present.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

There are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons named in Item 2 of this

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statement and between such Reporting Persons and any person with respect to any securities of the Company, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits.

None

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SIGNATURES

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

Dated: October 27, 2004

/s/ Epifanio Almodovar

Epifanio Almodovar