

SPARK NETWORKS INC
Form SC 13G/A
May 27, 2015

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED

PURSUANT TO RULE 13d-2(b)

(Amendment No. 1)*

Spark Networks, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

84651P100
(CUSIP Number)

May 21, 2015
(Date of Event which Requires Filing of this Statement)

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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)

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* 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 disclosures provided in a prior cover page.

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).

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SCHEDULE 13G/A1

CUSIP No. 84651P100 Page 2 of 5 Pages

**NAME OF REPORTING
PERSON**

1

Lloyd I.
Miller, III

2

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

3

**(b) o
SEC USE ONLY**

4

**CITIZENSHIP OR
PLACE OF
ORGANIZATION**
United States

NUMBER OF

**5 SOLE
VOTING
POWER**

SHARES

2,392,614

BENEFICIALLY

**6 SHARED
VOTING
POWER**

OWNED BY

162,700

EACH

**7 SOLE
DISPOSITIVE
POWER**

REPORTING

2,392,614

PERSON

**8 SHARED
DISPOSITIVE
POWER**

WITH

162,700

9

**AGGREGATE AMOUNT
BENEFICIALLY**

**OWNED BY EACH
REPORTING PERSON**

2,555,314

**CHECK BOX IF
THE**

AGGREGATE

AMOUNT IN

10 **ROW (9)** 0

EXCLUDES

CERTAIN

SHARES

PERCENT OF CLASS

REPRESENTED BY

11 **AMOUNT IN ROW (9)**

10.1%¹

TYPE OF REPORTING

12 **PERSON**

OO**

** See Item 4.

¹ The percentage reported in this Schedule 13G/A is based upon 25,210,495 shares of Common Stock outstanding according to the Form 10-Q filed by the Issuer on May 8, 2015.

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Item 1(a). Name of Issuer: Spark Networks, Inc.
Item 1(b). Address of Issuers' Principal Executive Offices: 11150 Santa Monica Boulevard
Suite 600
Los Angeles, California 90025

Item 2(a). Name of Person Filing: Lloyd I. Miller, III
3300 South Dixie Highway

Item 2(b). Address of Principal Business Office or, if None, Residence: Suite 1-365

West Palm Beach, Florida 33405
Item 2(c). Citizenship: U.S.A.

Item 2(d). Title of Class of Securities: Common Stock

Item 2(e). CUSIP Number: 84651P100

Item IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b) OR 13d-2(b) or (c), CHECK WHETHER

3. THE PERSON FILING IS A:

Not Applicable, this statement is filed pursuant to 13d-1(c)

OWNERSHIP: Mr. Miller has sole voting and dispositive power with respect to 2,392,614 of the reported securities as (i) manager of a limited liability company that is the adviser to a certain trust, (ii) manager of a limited liability company that is the general partner of certain limited partnerships, (iii) manager of a limited liability company that is the manager of a limited liability company, (iv) managing member of a limited liability company, (v) trustee for a certain generation skipping trust, and (vi) an individual. Mr. Miller has shared voting and dispositive power with respect to 162,700 of the reported securities as (i) co-trustee for a certain generation skipping trust, (ii) with respect to shares owned by the reporting person's wife, and (iii) co-trustee for a certain trust.

(a) 2,555,314

(b) 10.1%

(c)(i) sole voting power: 2,392,614

(ii) shared voting power: 162,700

(iii) sole dispositive power: 2,392,614

(iv) shared dispositive power: 162,700

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

Not Applicable

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

Other than shares held directly by Lloyd I. Miller, III, persons other than Lloyd I. Miller, III have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the reported securities.

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 the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose 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.

Dated: May 27, 2015 /s/ Lloyd I. Miller, III
Lloyd I. Miller, III