

Edgar Filing: EVOLVING SYSTEMS INC - Form SC 13G

EVOLVING SYSTEMS INC  
Form SC 13G  
February 12, 2002

U. S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D. C. 20549

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
Amendment No. 3

EVOLVING SYSTEMS, INC.  
(Name of Issuer)

Common Stock, \$.001 Par Value Per Share  
(Title of Class of Securities)

(CUSIP Number)  
30049R 10 0

(Date of Event Which Requires Filing of this Statement)

December 31, 2001

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- / / Rule 13d-1(b)  
/ / Rule 13d-1(c)  
/ X / Rule 13d-1(d)

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CUSIP Number: 30049R 10 0

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

George A. Hallenbeck

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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(a) / /

(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

|                             |   |                                     |
|-----------------------------|---|-------------------------------------|
| Number of Shares            | 5 | Sole Voting Power<br>2,118,577      |
| Beneficially Owned by       | 6 | Shared Voting Power<br>100,000      |
| Each Reporting Person With: | 7 | Sole Dispositive Power<br>1,355,077 |
|                             | 8 | Shared Dispositive Power<br>100,000 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
2,218,577

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
/ /

11 Percent of Class Represented by Amount in Row (9)  
16.69%

12 Type of Reporting Person

IN

2

CUSIP Number: 30049R 10 0

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Jacquie Hallenbeck

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) / /

(b) / /

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

|                             |   |                                   |
|-----------------------------|---|-----------------------------------|
| Number of Shares            | 5 | Sole Voting Power<br>None         |
| Beneficially Owned by       | 6 | Shared Voting Power<br>None       |
| Each Reporting Person With: | 7 | Sole Dispositive Power<br>763,500 |
|                             | 8 | Shared Dispositive Power<br>None  |

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
763,500

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
/ /

11 Percent of Class Represented by Amount in Row (9)  
5.74%

12 Type of Reporting Person  
IN

3

Item 1.

- (a) Evolving Systems, Inc.
- (b) 9777 Mt. Pyramid Court  
Englewood, Colorado 80112

Item 2.

- (a) Name of Person Filing  
  
George A. Hallenbeck, on his own behalf and on behalf of  
Jacquie Hallenbeck (see the Joint Filing Agreement attached  
hereto as Exhibit A).
- (b) Address of Principal Business Office or, if none, Residence  
  
c/o Evolving Systems, Inc.  
9777 Mt. Pyramid Court  
Englewood, CO 80222
- (c) Citizenship

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United States of America

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

30049R 10 0

Item 3. N/A

Item 4. Ownership

(a) Amount beneficially owned:

|                       |           |
|-----------------------|-----------|
| George A. Hallenbeck: | 2,218,577 |
| Jacque Hallenbeck:    | 763,500   |

(b) Percent of class:

|                       |        |
|-----------------------|--------|
| George A. Hallenbeck: | 16.69% |
| Jacque Hallenbeck:    | 5.74%  |

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

(i) Sole power to vote or to direct the vote:

|                       |           |
|-----------------------|-----------|
| George A. Hallenbeck: | 2,118,577 |
| Jacque Hallenbeck:    | None      |

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

|                       |         |
|-----------------------|---------|
| George A. Hallenbeck: | 100,000 |
| Jacque Hallenbeck:    | None    |

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

|                       |           |
|-----------------------|-----------|
| George A. Hallenbeck: | 1,355,077 |
| Jacque Hallenbeck:    | 763,500   |

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

|                       |         |
|-----------------------|---------|
| George A. Hallenbeck: | 100,000 |
| Jacque Hallenbeck:    | None    |

Item 5. Ownership of Five Percent or Less of a Class

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

N/A

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Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

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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.

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

/s/ George A.Hallenbeck

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George A. Hallenbeck

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EXHIBIT A

JOINT FILING AGREEMENT

Each of the undersigned hereby agrees and consents to the execution and joint filing on his or her behalf by George A. Hallenbeck of this Schedule 13G regarding beneficial ownership of Common Stock of Evolving Systems, Inc. as of December 31, 2001.

/s/ George A. Hallenbeck

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George A. Hallenbeck

/s/ Hacquie Hallenbeck

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Jacquie Hallenbeck