

Edgar Filing: EVOLVING SYSTEMS INC - Form SC 13G/A

EVOLVING SYSTEMS INC

Form SC 13G/A

February 12, 2001

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
Amendment No. 2

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, 2000

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)

CUSIP Number: 30049R 10 0

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

Harry B. Fair

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

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Number of Shares	5	Sole Voting Power 1,350,000 -----
Beneficially Owned by	6	Shared Voting Power 357,500 -----
Each Reporting Person With:	7	Sole Dispositive Power 1,350,000 -----
	8	Shared Dispositive Power 357,500 -----
9	Aggregate Amount Beneficially Owned by Each Reporting Person 1,707,500	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares / /	
11	Percent of Class Represented by Amount in Row (9) 13.27%	
12	Type of Reporting Person IN	

Item 1.

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

Item 2.

- (a) Name of Person Filing

Harry B. Fair
- (b) Address of Principal Business Office or, if none, Residence

c/o The Brogden Group, LLC
14823 East Hinsdale Avenue
Englewood, CO 80112
- (c) Citizenship

United States of America
- (d) Title of Class of Securities

Common Stock
- (e) CUSIP Number

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30049R 10 0

Item 3. If this statement is filed pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

(a) Amount beneficially owned

1,707,500

Percent of class:

13.27%

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

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

1,350,000

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

357,500

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

1,350,000

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

357,500

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

Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

Item 10. Certification

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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.

February 7, 2001

/s/ Harry B. Fair

Harry B. Fair

Name