

Edgar Filing: BOYCE KIM - Form SC 13D

BOYCE KIM
Form SC 13D
January 13, 2004

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

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Cole, Inc.
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE.
(Title of Class of Securities)

193274 10 7
(CUSIP Number)

Kim Boyce
970 Terra Bella Avenue
Mountain View, CA 94043
(650) 960-0300

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

December 31, 2003
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 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 13d-7 for other parties to whom copies are to be sent.

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).

SCHEDULE 13D

CUSIP NO. 193274 10 7

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Kim Boyce

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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(a) X
(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

OO (Stock Exchange)

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

7. SOLE VOTING POWER

18,723,250

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH REPORTING
PERSON
WITH

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

18,723,250

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

18,723,250

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)
EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

78%

14. TYPE OF REPORTING PERSON

IN

* The reporting person expressly disclaims (i) the existence of any group and (ii) beneficial ownership with respect to any shares other than the shares owned of record by such reporting person.

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SCHEDULE 13D

ITEM 1. SECURITY AND ISSUER.

This statement relates to the common stock, par value \$.01 per share (the "Common Stock"), of Cole, Inc., a Utah corporation (the "Company"). The Company's principal executive offices are now located at 970 Terra Bella Avenue, Mountain View, California 94043.

ITEM 2. IDENTITY AND BACKGROUND.

- (a) This Schedule is being filed by Kim Boyce ("Mr. Boyce").
- (b) The business address of Mr. Boyce is 970 Terra Bella Avenue, Mountain View, California 94043.
- (c) Mr. Boyce is the President and a director of the Company.
- (d) During the last five years, Mr. Boyce has not been convicted in any criminal proceeding (excluding traffic violations and similar misdemeanors).
- (e) During the last five years, Mr. Boyce was not a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which, as a result of such proceeding, made him 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 thereto.
- (f) Mr. Boyce is a citizen of the United States of America.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Stock exchange pursuant to a reorganization for which an 8-K Current Report dated December 31, 2003, will be filed by the Company.

ITEM 4. PURPOSE OF TRANSACTION.

Reorganization between the Company and Reflect Scientific, Inc., a California corporation ("Reflect"), whereby the Company agreed to acquire 100% of the issued and outstanding securities of Reflect. Mr. Boyce was the President and a director of Reflect and is now the President and a director of the reorganized Company.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

- (a) According to the Company, there were 24,000,000 shares of Common Stock outstanding as of December 31, 2003. Mr. Boyce is the beneficial owner of 18,723,250 shares of Common Stock, which represents approximately 78% of the outstanding shares of the Company's Common Stock.
- (b) Mr. Boyce has the sole power to direct the vote of the 18,723,250 shares of Common Stock beneficially owned by him and the sole power to direct the disposition of such shares.
- (c) Except as set forth in this Schedule 13D, there have been no sales or purchases with respect to the Company's shares effected during the past sixty days by Mr. Boyce.

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(d) Not Applicable.

(e) Not Applicable.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Except as described above and elsewhere in this Schedule 13D, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among Mr. Boyce and any other person with respect to any securities of the Company.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

None; not applicable.

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: 01/13/04

/s/ Kim Boyce

Kim Boyce