

Edgar Filing: UNIFAB INTERNATIONAL INC - Form SC 13D/A

UNIFAB INTERNATIONAL INC
Form SC 13D/A
March 02, 2005

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

SCHEDULE 13D
(RULE 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)

(AMENDMENT NO. 1)

UNIFAB International, Inc.
(Name of Issuer)

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

90467L 20 9
(CUSIP Number)

Charles E. Broussard
23604 S. Louisiana Hwy. 82
Kaplan, Louisiana 70548
(337) 642-5287

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

Copy to:

Virginia Boulet, Esq.
Adams and Reese LLP
4500 One Shell Square
New Orleans, Louisiana 70139
(504) 581-3234

August 1, 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.

(Continued on following pages)

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CUSIP No. 90467L 20 9

13D

1. Names of Reporting Person.
I.R.S. Identification Nos. of above person (entities only).

Charles E. Broussard

2. Check the Appropriate Box if a Member of a Group (a) [x]
(b) []

3. SEC Use Only

4. Source of Funds
PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant
to Items 2(d) or 2(e) []

6. Citizenship or Place of Organization
United States

| | |
|--|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7. Sole Voting Power 1,350 |
| | 8. Shared Voting Power 40,644 |
| | 9. Sole Dispositive Power 1,350 |
| | 10. Shared Dispositive Power 40,644 |

11. Aggregate Amount Beneficially Owned by Each Reporting Person

41,994*

*includes 15,190 shares owned by Flying J Ranch, Inc., a company controlled by Mr. Broussard; 25,454 shares owned by C.E. Broussard Family, LLC, a company controlled by Mr. Broussard and 50 shares owned by Mr. Broussard's spouse. Also includes Mr. Broussard's options to acquire 1,250 shares.

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares []

13. Percent of Class Represented by Amount in Row (11)

Less than one percent.

14. Type of Reporting Person
IN

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CUSIP No. 90467L 20 9

13D

1. Names of Reporting Person.
I.R.S. Identification Nos. of above person (entities only): 72-1432572

C.E. Broussard Family, LLC.

2. Check the Appropriate Box if a Member of a Group (a)
(b)

3. SEC Use Only

4. Source of Funds
PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant
to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States

| | | |
|--|-----|------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7. | Sole Voting Power 0 |
| | 8. | Shared Voting Power 25,454 |
| | 9. | Sole Dispositive Power 0 |
| | 10. | Shared Dispositive Power 25,454 |

11. Aggregate Amount Beneficially Owned by Each Reporting Person

25,454

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

Less than one percent.

14. Type of Reporting Person
CO

CUSIP No. 90467L 20 9

13D

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1. Names of Reporting Person.
I.R.S. Identification Nos. of above person (entities only): 72-0654972

Flying J. Ranch, Inc.

2. Check the Appropriate Box if a Member of a Group (a) [x]
(b) []

3. SEC Use Only

4. Source of Funds
PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant
to Items 2(d) or 2(e) []

6. Citizenship or Place of Organization
United States

| | |
|--|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7. Sole Voting Power 0 |
| | 8. Shared Voting Power 15,190 |
| | 9. Sole Dispositive Power 0 |
| | 10. Shared Dispositive Power 15,190 |

11. Aggregate Amount Beneficially Owned by Each Reporting Person

15,190

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares []

13. Percent of Class Represented by Amount in Row (11)

Less than one percent.

14. Type of Reporting Person
CO

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ITEM 1. SECURITY AND ISSUER.

There are no material changes to the information previously reported in Item 1 of the Schedule 13D.

ITEM 2. IDENTITY AND BACKGROUND

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There are no material changes to the information previously reported in Item 2 of the Schedule 13D other than to report that on August 12, 2002, Mr. Broussard resigned from the board of directors.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATIONS

There are no material changes to the information previously reported in Item 3 of the Schedule 13D.

ITEM 4. PURPOSE OF TRANSACTION

There are no material changes to the information previously reported in Item 4 of the Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) As of August 1, 2003, the Company had approximately 8,201,899 outstanding shares of Common Stock. Mr. Broussard beneficially owned 41,994 shares of Common Stock, which amount represents less than one percent of the issued and outstanding shares of Common Stock.

(b) As of August 1, 2003, Mr. Broussard had the sole power to vote or direct the vote of and sole power to dispose or direct the disposition of 1,350 shares of Common Stock. Additionally, Mr. Broussard shared the power to vote or to direct the vote of and shared power to dispose or direct the disposition of 40,644 shares of Common Stock.

(c) Not applicable.

(d) Not applicable.

(e) This amendment is filed to report that on August 1, 2003, the Company issued 7,380,000 additional shares of Common Stock to a single purchaser unaffiliated with the filing person. As a result of this issuance, the filing persons ceased to beneficially own five percent or more of the outstanding shares of the Company's Common Stock.

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

Item 6 of the 13D is amended to read in its entirety as follows:

None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

There are no material changes to the information previously reported in Item 7 of the 13D.

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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.

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Date: March 1, 2005

/s/ Charles E. Broussard

Charles E. Broussard

FLYING J RANCH, INC.

By: /s/ Charles E. Broussard

Charles E. Broussard, President

CHARLES E. BROUSSARD, LLC

By: /s/ Charles E. Broussard

Charles E. Broussard, Manager

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement: provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).