

STENGEL MARC  
 Form 4  
 March 08, 2002

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 FORM 4  
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[x] Check box if no longer  
 subject to Section 16.  
 Form 4 or Form 5  
 obligations may continue.  
 See Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 Section 17(a) of the Public Utility Holding Company Act of 1935  
 and Section 302 of the Investment Company Act of 1940

-----  
 1. Name and Address of Reporting Person

2. Issuer Name and Ticker or Trading Symbol 6.

STENGEL                      MARC                      L.  
 -----  
 (Last)                      (First)                      (Middle)

SALES ONLINE DIRECT, INC.

3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year

3743 BIRCH LANE  
 -----  
 (Street)

February 2002  
 -----

5. If Amendment, Date of Original Filing (Month/Year)

OWINGS MILLS                      MD                      21117  
 -----  
 (City)                      (State)                      (Zip)

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 Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security                      2. Trans-                      3. Trans-                      4. Securities Acquired (A)                      5. Amount of

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(Instr. 3)  
COMMON STOCK, PAR VALUE  
\$0.001 PER SHARE

action  
Date  
(Month/  
Day/  
Year)

action  
Code  
(Instr. 8)

or Disposed of (D)  
(Instr. 3, 4 and 5)

Securities  
Beneficial  
Owned at  
End of  
Month  
(Instr. 3  
and 4)

|                     | Code            | V | Amount | (A) or<br>(D) | Price  | 7,094,619 |
|---------------------|-----------------|---|--------|---------------|--------|-----------|
| February 1,<br>2002 | Rule<br>144 (k) | J | 10,000 | D             | \$0.10 |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.105  |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.110  |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.120  |           |
|                     | Rule<br>144 (k) | J | 30,000 | D             | 0.125  |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.1275 |           |
|                     | Rule<br>144 (k) | J | 40,000 | D             | 0.13   |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.132  |           |
|                     | Rule<br>144 (k) | J | 10,000 | D             | 0.14   |           |
| February 4,<br>2002 | Rule<br>144 (k) | J | 5,000  | D             | 0.164  |           |
|                     | Rule<br>144 (k) | J | 25,000 | D             | 0.165  |           |
|                     | Rule<br>144 (k) | J | 20,000 | D             | 0.170  |           |
|                     | Rule<br>144 (k) | J | 20,000 | D             | 0.175  |           |
|                     | Rule<br>144 (k) | J | 15,000 | D             | 0.1775 |           |
|                     | Rule<br>144 (k) | J | 25,000 | D             | 0.180  |           |
| February 5,<br>2002 | Rule<br>144 (k) | J | 10,000 | D             | 0.138  |           |

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|                      |                 |   |        |   |       |
|----------------------|-----------------|---|--------|---|-------|
|                      | Rule<br>144 (k) | J | 5,000  | D | 0.145 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.147 |
|                      | Rule<br>144 (k) | J | 5,000  | D | 0.160 |
| February 6,<br>2002  | Rule<br>144 (k) | J | 5,000  | D | 0.135 |
|                      | Rule<br>144 (k) | J | 15,000 | D | 0.140 |
|                      | Rule<br>144 (k) | J | 9,000  | D | 0.145 |
| February 7,<br>2002  | Rule<br>144 (k) | J | 10,000 | D | 0.145 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.150 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.155 |
| February 8,<br>2002  | Rule<br>144 (k) | J | 10,000 | D | 0.155 |
|                      | Rule<br>144 (k) | J | 12,500 | D | 0.160 |
|                      | Rule<br>144 (k) | J | 7,500  | D | 0.165 |
| February 11,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.165 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.170 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.180 |
| February 12,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.177 |
|                      | Rule<br>144 (k) | J | 20,000 | D | 0.180 |
|                      | Rule<br>144 (k) | J | 1,000  | D | 0.182 |
| February 13,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.170 |

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|                      |                 |   |        |   |        |
|----------------------|-----------------|---|--------|---|--------|
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.171  |
| February 14,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.1675 |
|                      | Rule<br>144 (k) | J | 30,000 | D | 0.170  |
| February 15,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.1725 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.175  |
| February 19,<br>2002 | Rule<br>144 (k) | J | 20,000 | D | 0.180  |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.1875 |
|                      | Rule<br>144 (k) | J | 20,000 | D | 0.1825 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.1775 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.1750 |
| February 20,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.1825 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.185  |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.1875 |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.200  |
| February 21,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.200  |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.201  |
|                      | Rule<br>144 (k) | J | 10,000 | D | 0.210  |
| February 22,<br>2002 | Rule<br>144 (k) | J | 25,000 | D | 0.215  |
| February 25,<br>2002 | Rule<br>144 (k) | J | 10,000 | D | 0.1975 |
|                      | Rule            | J | 10,000 | D | 0.200  |

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| 144(k)            |             |   |        |   |        |  |
|-------------------|-------------|---|--------|---|--------|--|
| February 27, 2002 | Rule 144(k) | J | 5,000  | D | 0.170  |  |
| February 28, 2002 | Rule 144(k) | J | 10,000 | D | 0.150  |  |
|                   | Rule 144(k) | J | 5,000  | D | 0.1675 |  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or i

FORM 4 (continued) (Print or Type Responses)  
 Table II -- Derivative Securities  
 Acquired, Disposed of, or Beneficially Owned  
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--------------------------------|---|--|---|--|
|--|--|--------------------------------------|--------------------------------|---|--|---|--|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------------------|-----------------|-------|----------------------------|
|                  |                 |       |                            |
|                  |                 |       |                            |
|                  |                 |       |                            |
|                  |                 |       |                            |

If the form is filed by more than reporting person, see Instruction 4(b)(v).  
 Reminder: Report on a separate line for each class of securities beneficially owned directly or i

Explanation of Responses:

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\*\*Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Marc L. Stengel

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Marc L. Stengel

Note: File three copies of this Form, one of which must be manually signed. If space provided is  
see Instruction 6 for procedure.