

Edgar Filing: IMAGE SOFTWARE INC - Form SC 13D/A

IMAGE SOFTWARE INC  
Form SC 13D/A  
May 02, 2003

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 4)

IMAGE SOFTWARE, INC.  
(Name of Issuer)

Common Stock, \$.004 par value)  
(Title of Class of Securities)

45244 M 102  
(CUSIP Number)

S. Lee Terry, Jr.  
Davis Graham & Stubbs LLP  
1550 17th Street, Suite 500  
Denver, Colorado 80202  
(303) 892-9400

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

April 30, 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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box .

CUSIP No. 45244 M 102

- (1) Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
John G. Mazza
- (2) Check the Appropriate Box if a Member of a Group\*  
  
(a)   
(b)
- (3) SEC USE ONLY
- (4) Source of Funds  
  
PF
- (5) Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
- (6) Citizenship or Place of Organization

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U.S.

Number of Shares	7) Sole Voting Power	362,937
Beneficially Owned	8) Shared Voting Power	0
By Each Reporting	9) Sole Dispositive Power	362,937
Person With	10) Shared Dispositive Power	0

(11) Aggregate Amount Beneficially Owned by Each Reporting Person  
362,937

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

(13) Percent of Class Represented by Amount in Row (11)  
11.0%

(14) Type of Reporting Person  
IN

SCHEDULE 13D  
AMENDMENT NO. 4  
JOHN G. MAZZA

Item 1. Security and Issuer

\$.004 par value Common Stock ("the Shares") of Image Software, Inc. (the "Company"), 6025 S. Quebec Street, Suite 300, Englewood, Colorado 80111

Item 2. Identity and Background

- (a) Name: John G. Mazza
- (b) Residence 6613 Zumirez Drive  
Address: Malibu, California 90265
- (c) Principal Occupation: Consultant
- (d) Criminal Proceedings: None
- (e) Civil Proceedings: None
- (f) Citizenship: U.S.

Item 3. Source and Amount of Funds or Other Consideration

As a result of a loan to the Issuer made on April 1, 2003 by DEMALE, LLC, a Colorado limited liability company, of which Mr. Mazza is a member with a one-third interest, Mr. Mazza was issued 30,000 Shares on April 30, 2003. Based on the closing bid price on April 1, 2003 of \$.23 per Share, Mr. Mazza's Shares would be valued at \$6,900. Mr. Mazza also received on April 30, 2003 a five year warrant (the "Warrant") to purchase up to 30,000 additional Shares at \$.18 per Share, which price was set by reference to 80% of the closing bid price on April 1, 2003, the effective date of the DEMALE, LLC Revolving Credit Loan Agreement (the "Agreement") under which DEMALE, LLC agreed to provide the Issuer with a line of credit up to \$300,000.

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Item 4. Purpose of Transaction

The Shares and Warrant were acquired for investment purposes.

(a) Under certain circumstances as described in the Agreement, DEMALE, LLC may convert some or all of the amount then owed to DEMALE, LLC into Shares.

- (b) None.
- (c) None.
- (d) None.
- (e) None.
- (f) None.
- (g) None.
- (h) None.
- (i) None.
- (j) None.

Item 5. Interest in Securities of the Issuer

(a) 362,937 Shares of Common Stock (11.0%) beneficially owned (based on 3,274,597 Shares outstanding on May 1, 2003).

(b) Number of Shares as to which there is sole power to vote - 362,937; shared power to direct the vote - 0; sole power to direct the disposition - 362,937; shared power to direct the disposition - 0.

- (c) See Item 3.
- (d) See Item 3.
- (e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

DEMALE, LLC is a Colorado limited liability company with three members who share management of the company. The three members are Mr. Mazza, a director and more than 10% shareholder of the Issuer, Spencer D. Lehman, a more than 10% shareholder of the Issuer, and David R. DeYoung, the President, Chief Executive Officer and a director of the Issuer and a more than 10% shareholder of the Issuer.

Item 7. Material to be filed as Exhibits

The Revolving Credit Loan Agreement and Revolving Credit Master Note dated April 1, 2003 with DEMALE, LLC were filed as Exhibits 99.1 and 99.2 to the Issuer's Form 8-K dated April 30, 2003, and are incorporated by reference herein.

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: May 1, 2003

/S/ JOHN G. MAZZA

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John G. Mazza