Rhapsody Acquisition Corp.

Form 3

August 11, 2008

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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response...

January 31, 2005

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**SECURITIES** 

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

Pratt Brian

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

07/31/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Rhapsody Acquisition Corp. [PRIM]

> 4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O PRIMORIS

CORPORATION, 26000 COMMERCENTRE DRIVE

(Street)

\_X\_ Director \_X\_ 10% Owner \_X\_ Officer \_\_X\_\_ Other

(Check all applicable)

(give title below) (specify below) Chairman, CEO & President / Member - see remark

6. Individual or Joint/Group

Filing(Check Applicable Line) Form filed by One Reporting

Person

X Form filed by More than One

Reporting Person

LAKE FOREST. CAÂ 92630

(City) (State) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock

 $14,072,400 \stackrel{(1)}{=}$ 

Â D

Common Stock

 $81,000^{(2)}$ 

Ι By Spouse

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

(Zip)

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying

Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

Derivative Security or Exercise Form of (Instr. 5)

## Edgar Filing: Rhapsody Acquisition Corp. - Form 3

(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                           |                     |
|--|---------------|-----------|---------------------------|---------------------|
|  | Director      | 10% Owner | Officer                   | Other               |
| Pratt Brian<br>C/O PRIMORIS CORPORATION<br>26000 COMMERCENTRE DRIVE<br>LAKE FOREST, CA 92630   | ÂX            | ÂX        | Chairman, CEO & President | Member - see remark |
| Pratt Barbara<br>C/O PRIMORIS CORPORATION<br>26000 COMMERCENTRE DRIVE<br>LAKE FOREST, CA 92630 | Â             | ÂX        | Â                         | Member - see remark |

# **Signatures**

/s/ Brian Pratt 08/11/2008

\*\*Signature of Reporting Person

/s/ Barbara Pratt 08/11/2008

\*\*Signature of Reporting Person

Date

Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares owned directly by Brian Pratt and indirectly by Barbara Pratt, as the spouse of Brian Pratt.
- (2) Shares owned directly by Barbara Pratt and indirectly by Brian Pratt, as the spouse of Barbara Pratt.

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#### **Remarks:**

4. Relationship of Reporting Person to Issuer - Other: Member of 13(d) group owning more thanÂ

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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