

Edgar Filing: FLANDERS CORP - Form SC 13G/A

FLANDERS CORP  
Form SC 13G/A  
February 13, 2003

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

SCHEDULE 13G  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
Amendment  
No. 1

FLANDERS CORPORATION

-----  
(Name of Issuer)  
Common Stock, \$.001 par value

-----  
(Title of Class of Securities)  
338494107

-----  
(CUSIP Number)

December 31, 2002

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in 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).

CUSIP No.: 338494107

- 1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

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Thomas T. Allan (089-30-7908)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
United States

Number of  
Shares Beneficially  
Owned by  
Each Reporting  
Person With

5. Sole Voting Power  
1,808,815

6. Shared Voting Power  
11,417\*

7. Sole Dispositive Power  
1,808,815

8. Shared Dispositive Power  
11,417\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,820,232

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

11. Percent of Class Represented by Amount in Row (11)  
6.99% based on 26,033,153 shares outstanding on November 11, 2002.

12. Type of Reporting Person (See Instructions)  
IN

\* Includes 11,417 shares indirectly held by reporting person through spouse.

ITEM 1.

(a) Name of Issuer:  
Flanders Corporation  
Address Of Issuer's Principal Executive Offices:

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(b) 2399 26th Avenue North  
St. Petersburg, Florida 33734

ITEM 2.

Name of Person Filing  
(a) Thomas T. Allan  
Address of Principal Business Office or, if none,  
Residence  
(b) Colthurst Meadow  
3114 Barracks Road  
Charlottesville, VA 22901  
Citizenship  
(c) United States  
Title of Class of Securities  
(d) Common Stock, \$.001 par value  
CUSIP Number  
(e) 338494107

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTIONS 240.13d-1(b) OR 240.13D-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e)  An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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- (a) Amount beneficially owned: 1,820,232 (which includes 11,417 shares indirectly held by reporting person through spouse).
- (b) Percent of class: 6.99%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 1,808,815.
  - (ii) Shared power to vote or to direct the vote: 11,417.
  - (iii) Sole power to dispose or to direct the disposition of: 1,808,815
  - (iv) Shared power to dispose or to direct the disposition of: 11,417.

Instruction. For computations regarding securities which represent a right to acquire an underlying security see Section 240.13d3(d) (1).

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS  
Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.  
Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY  
Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP  
Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP  
Not applicable.

ITEM 10. CERTIFICATION  
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify

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that the information set forth in this statement is true, complete and correct.

Date: Feb. 13, 2003

/s/ Thomas T. Allan

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Thomas T. Allan