

Edgar Filing: NUTRASTAR INC - Form 3/A

NUTRASTAR INC
Form 3/A
April 29, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

McPeak

Patricia

(Last)

(First)

(Middle)

1261 Hawk's Flight Court

(Street)

El Dorado Hills

CA

95762

(City)

(State)

(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

December 14, 2001

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

NutraStar Incorporated (formerly Alliance Consumer International, Inc.)
NTRA (formerly ACIN)

5. Relationship of Reporting Person to Issuer
(Check all applicable)

Director

10% Owner

Officer (give title below)

Other (specify below)

President and Chief Executive Officer

6. If Amendment, Date of Original (Month/Day/Year)

December 26, 2001

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person

Form Filed by More than One Reporting Person

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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 B (Instr. 4)
		Direct (D) or Indirect (I) (Instr. 5)		
Common Stock	13,699,336(1) Shares	D		

* If the Form is filed by more than one Reporting Person, see Instruction 5(b) (v).

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

(Print of Type Responses)

(Over)

FORM 3 (continued)

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 Derivative Security (Instr. 4)	4. Conve sion Exerc Price Deriv Secur
	Date Exer- cisable	Expira- tion Date		
			Title	

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Options	See below(2)	12/3/11	Common Stock	28,820	\$0.1
Series A Preferred Stock	12/14/01	NA	Common Stock	300,000	\$ 1.

Explanation of Responses:

Shares listed on Table I, Item 2 were acquired from the Issuer in conjunction with a share exchange transaction.

Preferred Stock listed in Table II, Item 1 was acquired by Ms. McPeak upon the conversion of a loan in which Ms. McPeak had loaned \$300,000 to the Company

- (1) 835,730 shares have been pledged as a personal guaranty and placed in escrow pursuant to the terms of a settlement agreement and 100,000 shares have been pledged pursuant to the terms of an option granted by the reporting person.
- (2) The options vest as follows: 5,764 on 12/3/01; 5,764 on each successive 9/1/02.

s/ Patricia McPeak

April 24, 2002

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

(Print of Type Responses)