

Edgar Filing: INNOFONE COM INC - Form SC 13G

INNOFONE COM INC
Form SC 13G
June 12, 2006

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

Schedule 13G

Under the Securities Exchange Act of 1934

INNOFONE.COM, INCORPORATED

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

45768R305

(CUSIP Number)

June 2, 2006

(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)

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1 NAMES OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

Cogent Capital Investments LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

| | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 1,850,000 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | Not applicable |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 1,850,000 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | Not applicable |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,850,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.5%

12 TYPE OF REPORTING PERSON

OO

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1 NAMES OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

Cogent Capital Financial LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)

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3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

| | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 5,000,000 |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | Not applicable |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 5,000,000 |
| PERSON | 8 | SHARED DISPOSITIVE POWER |
| WITH | | Not applicable |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,000,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.9%

12 TYPE OF REPORTING PERSON

OO

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Item 1(a). Name of Issuer:

Reference is made to page 1 of this Schedule 13G

Item 1(b). Address of Issuer's Principal Executive Office:

1431 Ocean Avenue, Suite 1100, Santa Monica, CA 90401

Item 2(a). Name of Person Filing:

(1) Cogent Capital Investments LLC

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(2) Cogent Capital Financial LLC

Item 2(b). Address of Principal Business Office:

11444 South 1780 East, Sandy, Utah 84092

Item 2(c). Citizenship or Place of Organization:

(1) Delaware

(2) Delaware

Item 2(d). Title of Class of Securities.

Reference is made to page 1 of this Schedule 13G

Item 3. Not Applicable.

Item 4. Ownership.

Reference is made to Items 5-11 on pages 2 and 3 of this Schedule 13G.

Item 5. Not Applicable.

Item 6. Not Applicable.

Item 7. Not Applicable.

Item 8. Identification and Classification of Members of a Group.

Reference is made to Item 1 on pages 2 and 3 of this Schedule 13G.

Item 9. Not Applicable.

Item 10. Certifications:

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

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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: June 12, 2006

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COGENT CAPITAL INVESTMENTS LLC

By: /s/ Greg L. Kofford

Name: Greg L. Kofford
Title: Senior Principal

COGENT CAPITAL FINANCIAL LLC

By: /s/ Greg L. Kofford

Name: Greg L. Kofford
Title: Senior Principal

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Exhibit A

AGREEMENT REGARDING THE JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree as follows:

(i) Each of them is individually eligible to use the Schedule 13G to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and

(ii) Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Date: June 12, 2006

COGENT CAPITAL INVESTMENTS LLC

By: /s/ Greg L. Kofford

Name: Greg L. Kofford
Title: Senior Principal

COGENT CAPITAL FINANCIAL LLC

By: /s/ Greg L. Kofford

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Name: Greg L. Kofford
Title: Senior Principal