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LIFEN INC Form 4 August 09, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

[_]		longer subject to Secti nue. See Instruction 1(b						
1.	Name and Address of Reporting Person*							
	Pearlco							
	(Last)	(First)	(Middle)					
	50 Pecan Valley Drive							
		(Street)						
	New City,	NY	10956					
	(City)	(State)	(Zip)					
2.	Issuer Name and Ticker	r or Trading Symbol						
	Lifen, Inc. (None)							
3.	IRS Identification Num	mber of Reporting Person	, if an Entity (Voluntary)					
4.	Statement for Month/Ye	ear						
	July/2002	.y/2002						
5.	If Amendment, Date of Original (Month/Year)							
6.	Relationship of Reporting Person to Issuer (Check all applicable)							
	[] Director [] Officer (give tit		10% Owner Other (specify below)					
7.	[X] Form filed by one	roup Filing (Check appli e Reporting Person re than one Reporting Pe						

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Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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	2.		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
1. Title of Security (Instr. 3)	Transaction Date		- Amount	(A)	
\$.0001 Par Value Common Stock					
	=======================================	=======================================	=======================================		

FORM 4 (continued)

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

	2.								
	Conver-			5.				7.	
	sion			Number o	of			Title and	l Amount
	or			Derivati	ive	6.		of Underl	ying
	Exer-		4.	Securiti	ies	Date		Securitie	es .
	cise	3.	Trans-	Acquire	d (A)	Exercisa	ble and	(Instr. 3	3 and 4)
	Price Trans- action or Disposed Expiration Da		on Date						
1.	of	action	Code	of(D) (Month/Day/Year)			Amount		
Title of	Deriv-	Date	(Instr.	(Instr.	3,				or
Derivative	ative	(Month/	8)	4 and 5))	Date	Expira-		Number
Security	Secur-	Day/				Exer-	tion		of
(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares

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Explanation of Responses: /s/ Rajesh Grover 8/8/2002		
None		

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

- * If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$.
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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