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LIFEN INC Form 5 October 10, 2002

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

FORM 5

ANNUAL 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

- [X] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- [X] Form 3 Holdings Reported.
- [_] Form 4 Transactions Reported.
- 1. Name and Address of Reporting Person*

Laun, Gera 444 Madison Avenue, Suite 2904 New York, New York 10022

2. Issuer Name and Ticker or Trading Symbol

Lifen, Inc. (None)

- 3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)
- 4. Statement For Month/Year

8/02

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person to Issuer (Check all applicable)
 - [] Director
 [] Officer (give title below)
 [] 10% Owner
 [X] Other (specify below)

Resigned as officer and director effective 8/16/02.

- 7. Individual or Joint/Group Filing (Check applicable line)
 - [X] Form filed by One Reporting Person
 - [] Form filed by More Than One Reporting Person
- * If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

 Title of Security (Instr.3) 	2. Trans- action Date (Month/	action Code	or I (Ins	Disposed of Str.3, 4 and	(D) 5)	Securit: Benefic:	ies ially	Ownersh Form: Direct Indirec
	Day/ Year)		Amount	(A) or (D)	of Is Price	ssuer's Fiscal (Instr.	(Instr.4) Year 3 and 4))
Common Stock	8/31/02	N/A	NONE	N/A	N/A	25,000	D	

Table II - Derivative Securities Acquired, disposed of, or Beneficially Owned (e.g., Puts, Calls, Warrants, Options, Convertible Securities)

1.Title of	2.Conver- 3.Trans- 4.Trans- 5.Number of 6.Date					7.Title and	8.Price 9.
Deriva-	sion or	action	action	Derivative	Exercisable	Amount of	of
tive	Exercise	Date	Code	Securities	and	Underlying	Deriva-
Security	Price of	(Month/	(Instr.	Acquired	Expiration	Securities	tive
(Instr.3)	Deriva-	Day/	8)	(A) or	Date	(Instr.3	Security
	tive	Year)		Disposed	(Month/Day/	and 4)	(Instr.
	Security			of (D)	Year)		5)
				(Instr.3,		Title Amount of	
				4, and 5) D	ate Expira-	Number of	
			-	E	xercis- tion	Shares	
				(A) (D) a	ble Date		

NONE

Explanation of Responses:

/s/ Gera Laun	10/10/02
Signature of Reporting Person (1)	Date

(1) 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.