

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

FORM D

OMB APPROVAL
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NOTICE OF SALE OF SECURIFIES SO PURSUANT TO REGULATION D. SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

Name of Offering (check if this is an amendment and name has changed, and indicate change.) La Tourangelle, Inc. common stock (original offering) Filing Under (Check box(es) that [x] Rule 504 [] Rule 505 [] Rule 506 [] Section 4(6) [] ULOE apply): Type of Filing: [x] New Filing [ ] Amendment A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) La Tourangelle, Inc. Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 1145 Harbour Way South, Richmond, CA 94804 (510) 233-7660 Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices) Same Brief Description of Business Processed nut oils Type of Business Organization [x] corporation [ ] limited partnership, already formed [ ] other (please specify): [ ] business trust [ ] limited partnership, to be formed Month Year Actual or Estimated Date of Incorporation or Organization: [10] [02] [x] Actual [] Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

CN for Canada; FN for other foreign jurisdiction) [C][A]

### A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

,					
Check Box(es) that Apply:	[ ] Promoter [x]	Beneficial Owner	[ ] Executive Officer	[] Director [	General and/or Managing Partne
Full Name (Last nam	e first, if individual)	California O	ils Corporation		
Business or Residen 1145 Harbour Way			City, State, Zip Code	<del>)</del>	
Check Box(es) that Apply:	[ ] Promoter [x]	Beneficial Owner	[ ] Executive Officer	[ ] Director [	General and/or Managing Partne
Full Name (Last nam	e first, if individual)	Les Huilerie	s de la Croix-Verte	et la Tourangell	e
Business or Residen 29, rue Bouju, Saint	•	•		3)	
Check Box(es) that Apply:		Beneficial Owner	[ ] Executive Officer	[ ] Director [ ]	General and/or Managing Partner
Full Name (Last nam	e first, if individual)				
Business or Residen	ce Address (Numb	er and Street,	City, State, Zip Code	e)	
Check Box(es) that Apply:		Beneficial Owner	[ ] Executive Officer	[] Director []	General and/or Managing Partner
Full Name (Last nam	e first, if individual)			——————————————————————————————————————	
Business or Residen	ce Address (Numb	er and Street,	City, State, Zip Code	<del>)</del>	

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			E	3. INFO	RMATIO	N ABOL	JT OFFE	RING					
	s the iss		, or doe:	s the iss	uer inter	nd to sell	, to non-	accredite	ed investo	ors in this	6	Yes [x]	
			Ansv	ver also	in Appe	ndix, Col	umn 2, if	f filing un	der ULO	E.			
2. Wh	at is the	minimu	m inves	tment th	at will be	e accepte	ed from a	any indivi	dual?			\$5,00	0.00
3. Do	es the of	ffering p	ermit joi	nt owne	rship of a	a single ı	unit?					Yes [x]	No [ ]
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Name	of Assc	ciated E	Broker or	Dealer									
States	s in Whic	ch Perso	n Listed	Has So	olicited o	r Intends	to Solic	it Purcha	sers				
(Che	ck "All	States"	or chec	k indiv	idual St	ates)		••		[	] All S	tates	
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[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PF	₹]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

## C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

amounts of the securities offered for exchange and already exchanged.		
Type of Security Debt Equity	Aggregate Offering Price \$-0- \$10,000	Amount Already Sold \$-0- \$10,000
[ x ] Common [ ] Preferred  Convertible Securities (including warrants)  Partnership Interests  Other (Specify).  Total  Answer also in Appendix, Column 3, if filing under ULOE.	\$-0- \$-0- \$-0- \$10,000	\$-0- \$-0- \$-0- \$10,000
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under <u>Rule 504</u> , indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	-0-	\$-0-
Non-accredited Investors	2	\$10,000
Total (for filings under Rule 504 only)	2	\$10,000
Answer also in Appendix, Column 4, if filing under ULOE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.		
Type of offering	Type of Security	Dollar Amount Sold

Rule 505 .....

Regulation A .....

Rule 504 .....

Total ......

-0-

-0-

Common

Stock Common

Stock

\$-0-

\$-0-

\$10,000

\$10,000

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	] \$
Printing and Engraving Costs[	] \$
Legal Fees[	x] \$500
Accounting Fees[	] \$
Engineering Fees[	] \$
Sales Commissions (specify finders' fees separately) [	] \$
Other Expenses (identify) [	] \$
Total[	x] \$500
b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."	\$9,500

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

Payments to Officers, Directors, & Payments To Affiliates Others []\$ Purchase of real estate ...... []\$\_\_\_\_\_[]\$\_\_\_\_\_ Purchase, rental or leasing and installation of machinery Acquisition of other businesses (including the value of securities involved in this offering that may be used in []\$\_\_\_\_\_[] exchange for the assets or securities of another issuer pursuant to a merger) ..... Repayment of indebtedness ...... []\$\_\_\_\_\_\_ \_\_[]\$\_ Working capital ...... [ ]\$\_\_\_\_\_ [x] \$9,500 Other (specify):\_\_\_\_\_ []\$\_\_\_\_[]\$\_\_\_\_ - []\$\_\_\_\_\_[]\$\_\_\_\_ Column Totals ...... []\$\_\_\_\_ \_\_ [ ]\$\_\_ Total Payments Listed (column totals added) ...... [x] \$9,500

D.	FEDERAL SIGNATURE	
notice is filed under Rule 505, the fol the U.S. Securities and Exchange Co	lowing signature constitutes an undertaking by ommission, upon written request of its staff, the	the issuer to furnish to the information furnished
Issuer (Print or Type)	Signature	Date
La Tourangelle, Inc.	Jangan	April 29, 2003
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Joevic Fabregas	Chief Financial Officer	
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If the notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnish by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  La Tourangelle, Inc.  Name of Signer (Print or Type)  Joevic Fabregas  ATTENTION  Intentional misstatements or omissions of fact constitute federal criminal violations.  (See 18 U.S.C. 1001.)  E. STATE SIGNATURE  1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes It provisions of such rule?  See Appendix, Column 5, for state response.  2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which the notice is filled, a notice on Form D (17 CFR 239,500) at such times as required by state law.  3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.  4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filled and understands that the issuer claiming the availability of this exemption has the burden of establishing that		
	the is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished to issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Tourangelle, Inc.  Tourangelle, Inc.  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  Chief Financial Officer  ATTENTION  Intentional misstatements or omissions of fact constitute federal criminal violations.  (See 18 U.S.C. 1001.)  E. STATE SIGNATURE  any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes Notisions of such rule?  See Appendix, Column 5, for state response.  The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this be is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.  The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, mation furnished by the issuer to offerees.  The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, mation furnished by the issuer to offerees.  The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to intitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and conditions have been satisfied.  Tourangelle, Inc.  April 29, 2003  April 29, 2003  April 29, 2003  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Tourangelle, Inc.  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 29, 2003  Title of Signer (Print or Type)  April 2	
Intentional misstatements	r has duly caused this notice to be signed by the undersigned duly authorized person. If this lied under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to be curities and Exchange Commission, upon written request of its staff, the information furnished per to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Tint or Type)  Signature  Date  April 29, 2003  Title of Signer (Print or Type)  Title of Signer (Print or Type)  Chief Financial Officer  ATTENTION  Intentional misstatements or omissions of fact constitute federal criminal violations.  (See 18 U.S.C. 1001.)  E. STATE SIGNATURE  Party described in 17 CFR 230.262 presently subject to any of the disqualification Yes Notes of such rule?  See Appendix, Column 5, for state response.  Idersigned issuer hereby undertakes to furnish to any state administrator of any state in which this led, a notice on Form D (17 CFR 239,500) at such times as required by state law.  Idersigned issuer hereby undertakes to furnish to the state administrators, upon written request, in furnished by the issuer to offerees.  Idersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and distinct have been satisfied.  Thas read this notification and knows the contents to be true and has duly caused this notice to	
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E	E. STATE SIGNATURE	
provisions of such rule?		
		upon written request,
be entitled to the Uniform limited Offer	ring Exemption (ULOE) of the state in which thi	s notice is filed and
		caused this notice to

Signature

Title (Print or Type)

Date

Issuer (Print or Type)

Name of Signer (Print or Type)

### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

# APPENDIX

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	Intend to to non-accordinvestors (Part B-I	redited in State	Type of security and aggregate offering price	ar				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
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