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SEC 1972 Potential persons who are to respond to the collection of information contained in this (6-02) form are not required to respond unless the form displays a currently valid OMB control number.

# **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

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

## FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL
OMB Number: 3235-0076
Expires: May 31, 2005
Estimated average burden hours per response... 1

SEC USE ONLY
Serial
DATE RECEIVED

PROCESSEE

Name of Offering ([] check if this is an amendment and name has changed, and indicate change.)

MAY 09 2003

SUMMER RAIN, LLC

THOMSON FINANCIAL

Filing Under (Check box(es) that apply): [ ] Rule 504 [ ] Rule 5

[ ] <u>Rule 504</u> [ ] <u>Rule 505</u> [ ] <u>Rule 506</u> [ ] Section 4(6)′ [ ] ULOE

Type of Filing: 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 indiciate change.)

SUMMER RAIN, LLC

Address of Executive Offices (Including Area Code)

(Number and Street, City, State, Zip Code)

Telephone Number

1121 W. WARNER ROAD, #109, TEMPE, AZ 852

480-831-2000

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

(if different from Executive Offices)

(SAME AS ABOVE)

Brief Description of Business

Type of Business Organiz	zation	
[ ] corporation	[ ] limited partnership, already for	rmed
[ ] business trust	[ ] limited partnership, to be form	ed
	Month	Year
•	of Incorporation or Organization: [0] 9] on or Organization: (Enter two-letter U.S. F CN for Canada; FN for othe	Postal Service abbreviation for State:

#### **GENERAL INSTRUCTIONS**

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

### 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 💢 Beneficial Owner	[ ] Executive Officer	[ ] Director 🕅 General and/or Managing Partner
Full Name (Last name	e first, if individual)		ertekstär spreisintellerers i sommer stenstad strößter teaster stadt het. Die er hem für ein den dem stadt dem
PETERSEN, KEVIN			
Business or Residenc	e Address (Number and Street,	City, State, Zip Cod	(e)
1121 W. WARNER	ROAD, #109, TEMPE, AZ 8	5284	
Check Box(es) that Apply:	[ ] Promoter <b>M</b> Beneficial Owner	[ ] Executive Officer	[ ] Director 🌂 General and/or Managing Partner
Full Name (Last name	e first, if individual)		
RONNING, CRAIG	· ·		
Business or Residenc	e Address (Number and Street,	City, State, Zip Cod	e)
16441 NE 170th	PLACE, WOODINVILLE, WA	98012	
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [ ] General and/or Managing Partner
Full Name (Last name	e first, if individual)		
Business or Residence	e Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [ ] General and/or Managing Partner
Full Name (Last name	e first, if individual)		
Business or Residence	ce Address (Number and Street,	City, State, Zip Coo	de)
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer	[ ] Director [ ] General and/or Managing Partner
Full Name (Last name	e first, if individual)		
Business or Residence	ce Address (Number and Street,	City, State, Zip Cod	de)
Check Box(es) that	[ ] Promoter [ ] Beneficial	[ ] Executive	[ ] Director [ ] General and/or

Apply:	Owner	Officer		naging tner
Full Name (Last name fi	rst, if individual)		en de la composition	
Business or Residence	Address (Number and Stre	eet, City, State, Zip Cod	e)	
Check Box(es) that Apply:	[ ] Promoter [ ] Beneficial Owner	[ ] Executive Officer		neral and/or naging tner
Full Name (Last name fi	rst, if individual)			
Business or Residence	Address (Number and Stre	eet, City, State, Zip Cod	e)	nd distribution and in which of the order of the support of the december of the character o
(Use blan	k sheet, or copy and use	additional copies of	this sheet, as necess	sary.)
	B. INFORMA	TION ABOUT OFFER	ING	
1. Has the issuer sold, offering?	or does the issuer intend to	sell, to non-accredited	I investors in this	Yes No [ ] [X]
2. What is the minimum	Answer also in Appendix investment that will be ac			\$ 24,000.00
3. Does the offering per	mit joint ownership of a sir	ngle unit?	·····	Yes No
directly or indirectly, an connection with sales of person or agent of a brithe name of the broker	requested for each person y commission or similar rea f securities in the offering. oker or dealer registered w or dealer. If more than five er or dealer, you may set for	muneration for solicitati If a person to be listed with the SEC and/or with the SEC be liste	on of purchasers in is an associated a state or states, list dare associated	
Full Name (Last name f	irst, if individual)			
PETERSEN, KEVIN				
	Address (Number and Stre	•	ie)	
	OAD, #109, TEMPE, A2	2 85284		
Name of Associated Bropert	oker or Dealer IES & MANAGEMENT, II	NC.		•
	[KS] [KY] [LA] [I			S] [MO] R] [PA]

4/1/2002

	ame (Las	st name	first, if in	ndividual	1)	,						
	VING, C				,							
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Offering Price Type of Security Sold 0 Debt ..... 0 ] Common [ ] Preferred Convertible Securities (including warrants) ..... 0 0 0 0 Partnership Interests ..... 2,550,000 2,550,000 Other (Specify LLC Membership Units 2,550,000 2,550,000 Total .....

Aggregate

Answer also in Appendix, Column 3, if filing under ULOE.

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	of Purchases
Accredited Investors	0	\$ 0
Non-accredited Investors	0	\$ 0
Total (for filings under Rule 504 only)	0 .	\$0
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	LLC	\$ 2,550,000
Regulation A		\$ 0
Rule 504		\$ 0
Total		\$ 2,550,000

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	[]\$0
Printing and Engraving Costs	$\times$ \$ 1,000
Legal Fees	X\$ 8,000
Accounting Fees	X\$_1,000
Engineering Fees	[]\$0
Sales Commissions (specify finders' fees separately)	[]\$_51,000
Other Expenses (identify)	[]\$
Total	[]\$ 61,000

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." ............

\$ 2,489,000

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,	Payments
		Directors, & Affiliates	To Others
Salaries and fees		\$ 0	[] \$ 0
Purchase of real estate		[] \$ 0	[] \$ 2,442,950
Purchase, rental or leasing and installation of mach and equipment		[] \$_0	[] \$ <u> </u>
Construction or leasing of plant buildings and faciliti	es	[] \$ 0	[] \$ 0
Acquisition of other businesses (including the value securities involved in this offering that may be used exchange for the assets or securities of another iss pursuant to a merger)	d in suer	[] \$_0	[] \$ 0
Repayment of indebtedness		[] \$_0	[] \$0
Working capital	••••••	[] \$ <u>0</u>	[] \$_46,050
Other (specify):	· · · · · · · · · · · · · · · · · · ·	[] \$_0	[] \$ <u> </u>
<del></del>		[]	[]
Column Totals	· · · · · · · · · · · · · · · · · · ·	[]	[] \$ 2,489,000
Total Payments Listed (column totals added)		[]\$	
D. FEDERAL	. SIGNATURE	erre militiriae militiriae e e e e e e e e e e e e e e e e e e	ennemen vid deuse produkten deus deus deus eine vider deus eine vider deus eine vider deus eine vider deus deu
The issuer has duly caused this notice to be signed by the filed under Rule 505, the following signature constitutes Securities and Exchange Commission, upon written requany non-accredited investor pursuant to paragraph (b)(2)	an undertaking by the iss uest of its staff, the inform	uer to furnish	to the U.S.
Issuer (Print or Type)	Signature	Dat	e
SUMMER RAIN, LLC	HORR	A 5	-1-03
Name of Signer (Print or Type)	Title of Signer (Print or T	ype)	
KEVIN PETERSEN	MANAGING PARTNER		
ATTE	ENTION		
Intentional misstatements or omissions of fac U.S.C	ct constitute federal crir c. 1001.)	ninal violation	ons. (See 18

<del>.</del>	
1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes No
See Appendix, Column 5, for state response.	

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, 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 be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature Date
SUMMER RAIN, LLC	15-1-03
Name of Signer (Print or Type)	Title (Print or Type)
KEVIN PETERSEN	MANAGING PARTNER

# 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**

1	2		3		4			5	
						·		Disqualif	
			Type of security					under Stat	
	Intend t		and aggregate	Type of investor and			(if yes, attach		
	to non-actinvestors		offering price offered in state	Type of investor and			explanation of waiver granted)		
	(Part B-I		(Part C-Item 1)	aı	amount purchased in State (Part C-Item 2)			(Part E-Item 1)	
			·	Number of	1	Number of			
				Accredited	4 .	Non-Accredited			
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No
AL									
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PR									
CANAD	A	X	LLC \$	2,550,000	5	480,000	0	0	X

http://www.sec.gov/divisions/corpfin/forms/formd.htm Last update: 06/06/2002