

NUWAVE TECHNOLOGIES INC
 Form 3/A
 October 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Connolly Timothy J</p> <p>(Last) (First) (Middle)</p> <p>109 N. POST OAK LANE,,Â SUITE 422</p> <p>(Street)</p> <p>HOUSTON,Â TXÂ 77024</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/31/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>NUWAVE TECHNOLOGIES INC [NUWV]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) CEO, Proposed Director</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>09/16/2005</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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(Instr. 5)

Series B Preferred Stock (convertible) ⁽¹⁾	Â ⁽²⁾	Â ⁽²⁾	Common Stock	79,331 ⁽⁴⁾	\$ 0 ⁽²⁾	D	Â
Series B Preferred Stock (convertible) ⁽³⁾	Â ⁽²⁾	Â ⁽²⁾	Common Stock	14,003 ⁽⁴⁾	\$ 0 ⁽²⁾	I	Held by Spouse, Jan Carson Connolly

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Connolly Timothy J 109 N. POST OAK LANE, SUITE 422 HOUSTON, TX 77024	Â	Â X	Â CEO, Proposed Director	Â

Signatures

/s/Timothy J.
Connolly

10/07/2005

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- This Form 3 was previously amended on September 21, 2005 to (a) properly include in this Table II pursuant to Instruction 5(c)(i)
- (1) Timothy J. Connolly's direct ownership of shares of convertible Series B Preferred stock and (b) remove the categorization of said shares from Table I as originally filed with the SEC on September 16, 2005.
- Pursuant to that certain Merger Agreement dated August 31, 2005 and set forth in Issuer's Current Report on Form 8-K as filed with the
- (2) U.S. Securities and Exchange Commission on September 8, 2005 as Exhibit 99.1, such Series B Preferred Stock will be converted into shares of Common Stock as is more fully explained and under the conditions set forth in the Merger Agreement.
- This Form 3 was previously amended on September 21, 2005 to properly include Jan Carson Connolly's direct ownership of her shares of
- (3) convertible Series B Preferred stock. Jan Carson Connolly is the spouse of Timothy J. Connolly and therefore Mr. Connolly is considered to have an indirect ownership of her shares of Series B Preferred stock.
 - (4) This Form 3 has been further amended to list the correct number of shares held by Timothy J. Connolly and Jan Carson Connolly which were erroneously indicated in our previous filings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.