

BERKSHIRE BANCORP INC /DE/  
Form SC 13D/A  
January 24, 2003

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OMB NUMBER: 3235-0145  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES ACT OF 1934  
(AMENDMENT NO. 12)\*

BERKSHIRE BANCORP INC.  
(NAME OF ISSUER)

COMMON STOCK, \$.01 PAR VALUE  
(TITLE OF CLASS OF SECURITIES)

084597-10-3  
(CUSIP NUMBER)

Emanuel J. Adler  
Blank Rome Tenzer Greenblatt LLP  
405 Lexington Avenue  
New York, New York 10174  
(212) 885-5000

(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON  
AUTHORIZED TO RECEIVE NOTICE AND COMMUNICATIONS)

December 24, 2002  
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

IF THE FILING PERSON HAS PREVIOUSLY FILED A STATEMENT ON SCHEDULE 13G TO REPORT THE ACQUISITION THAT IS THE SUBJECT OF THIS SCHEDULE 13D, AND IS FILING THIS SCHEDULE BECAUSE OF SS.SS.240.13D-1(E), 240.13D-1(F) OR 240.13D-1(G), CHECK THE FOLLOWING BOX .

NOTE: SCHEDULES FILED IN PAPER FORMAT SHALL INCLUDE A SIGNED ORIGINAL AND FIVE COPIES OF THE SCHEDULE, INCLUDING ALL EXHIBITS. SEE SS.240.13D-7 FOR OTHER PARTIES TO WHOM COPIES ARE TO BE SENT.

\* THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT CONTAINING INFORMATION WHICH WOULD ALTER DISCLOSURES PROVIDED IN A PRIOR COVER PAGE.

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THE INFORMATION REQUIRED ON THE REMAINDER OF THIS COVER PAGE SHALL NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE SECURITIES EXCHANGE ACT OF 1934 ("ACT") OR OTHERWISE SUBJECT TO THE LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

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CUSIP NO. 084597-10-3

|    |  |  |
|----|--|--|
| 1  | NAME OF REPORTING PERSON<br>S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON             |  |
|    | MOSES MARX   |  |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  | (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>             |
| 3  | SEC USE ONLY   |  |
| 4  | SOURCE OF FUNDS*   |  |
|    | N/A  |  |
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) OR 2(e) | <input type="checkbox"/>   |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION   |  |
|    | UNITED STATES  |  |
|    | 7  | SOLE VOTING POWER  |
|    |  | 1,048,620 (includes options to purchase 1,000 shares of<br>Common Stock) |
|    | 8  | SHARED VOTING POWER  |
|    |  | -0-  |
|    | 9  | SOLE DISPOSITIVE POWER   |
|    |  | 1,048,620 (includes options to purchase 1,000 shares of<br>Common Stock) |
|    | 10   | SHARED DISPOSITIVE POWER   |
|    |  | -0-  |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                               |  |
|    |  | 1,048,620 (includes options to purchase 1,000 shares of Common Stock)    |

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  |X|

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

46.8%

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14 TYPE OF REPORTING PERSON\*

IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP NO. 084597-10-3

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1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON

MOMAR CORPORATION

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS\*

N/A

---

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) OR 2(e)

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION

MARYLAND

---

7 SOLE VOTING POWER

95,000

---

8 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY

-0-

---

9 SOLE DISPOSITIVE POWER

EACH  
REPORTING  
PERSON  
WITH

95,000

---

10 SHARED DISPOSITIVE POWER

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-0-

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|    |  |
|----|--|
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
|    | 95,000   |

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|    |   |
|----|---|
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*  X |
|----|---|

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|    |  |
|----|--|
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) |
|    | 4.2%   |

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|    |                           |
|----|---------------------------|
| 14 | TYPE OF REPORTING PERSON* |
|    | CO                        |

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

PAGE 3 OF 5 PAGES

This Amendment No. 12 amends and supplements the Schedule 13D, as amended and supplemented by Amendments Nos. 1 through 11, inclusive (the "Schedule 13D"), heretofore filed by the Reporting Persons with the Securities and Exchange Commission with respect to the Common Stock ("Common Stock") of Berkshire Bancorp Inc., a Delaware corporation (the "Company"), formerly known as Cooper Life Sciences, Inc. Except as amended hereby, there has been no change in the information contained in the Schedule 13D.

Item 5. Interest in Securities of the Issuer.

(a) - (b)

According to the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2002, there were 2,241,576 shares of Common Stock outstanding on November 8, 2002.

Moses Marx

As of the date of this Amendment No. 12 Moses Marx beneficially owned 1,048,620 shares of Common Stock, representing 46.8% (calculated in accordance with the instructions to Schedule 13D) of the issued and outstanding shares of the Common Stock. Said securities consist of (i) 952,620 shares owned directly by Mr. Marx; (ii) 95,000 shares owned of record by Momar Corporation ("Momar"); and (iii) options to purchase 1,000 shares of Common Stock. With respect to the shares described in clause (ii), Mr. Marx may be deemed to be a beneficial owner of such shares by virtue of his being the only person in a position to determine the investment and voting decisions of Momar with respect to such shares.

The foregoing does not include any of the 53,500 shares owned by Eva and Esther, L.P., of which Mr. Marx has an 80.5% limited partnership interest and of which Mr. Marx's daughters and their husbands are the general partners.

Mr. Marx has the sole power to vote and dispose of all such shares

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Momar

Momar owns 95,000 shares of Common Stock, comprising 4.2% of the issued and outstanding shares of the Common Stock.

Momar has the sole power to vote and dispose of all such shares. Mr. Marx has sole power to vote and dispose of all such shares on behalf of Momar.

(c) On December 24, 2002 Momar made a charitable contribution of 30,000 shares of Common Stock.

Other than as set forth above, during the last 60 days, the Reporting Persons effected no transactions in the Shares.

(d) Each of the Reporting Persons affirms that no person other than the Reporting Persons has the right to receive, or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock owned by the Reporting Persons.

(e) It is inapplicable for the purposes hereof to state the date on which the Reporting Persons ceased to be the owners of more than five percent of the Common Stock.

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SIGNATURE

After reasonable inquiry, and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: January 13, 2003

/s/ Moses Marx

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MOSES MARX

MOMAR CORPORATION

By: /s/ Moses Marx

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Moses Marx, President

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