

Edgar Filing: RTIN HOLDINGS INC - Form SC 13D/A

RTIN HOLDINGS INC
Form SC 13D/A
July 31, 2003

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 2)

RTIN HOLDINGS, INC.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

761265-10-7
(CUSIP Number)

Eric Roper, Esq.
c/o Gersten Savage, Kaplowitz, Wolf & Marcus, LLP
101 East 52nd Street, New York,
(212) 752-9700
(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

July 23, 2003
(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 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 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.

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).

CUSIP No. ___ 761265- 13D
10-7

1 Name of Reporting Person

Barron Partners LP

I.R.S. Identification No. of Above Person

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431981699

- 2 Check the Appropriate Box if a Member of a Group (a) ☐ ?
]
(b) ☐

3 SEC Use Only

4 Source of Funds

WC

- 5 Check Box if Disclosure of Legal Proceedings is Required
Pursuant to Items 2(d) or 2(e)
☐

6 Citizenship or Place of Organization

Delaware

Number of 7 Sole Voting Power
Shares
Owned 1,909,112 shares beneficially owned in the
By Each aggregate
Reporting
Person With

8 Shared Voting Power

0

9 Sole Dispositive Power

1,909,112 shares beneficially owned in the
aggregate

10 Shared Dispositive Power

0

11 Aggregate Amount Beneficially Owned by Each Reporting
Person

1,909,112

12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares

☐

13 Percent of Class Represented by Amount in Row (11)

8.2%

14 Type of Reporting Person

PN

Item 1. Security and Issuer.

This Amendment No.2 to Schedule 13D (the "Statement") amends
the Schedule 13D filed on July 9, 2003 (the "Schedule 13D") and
Amendment No. 1 to the Schedule 13D filed on July 16, 2003, with
respect to the common stock, par value \$.01 per share (the
"Common Stock"), of RTIN Holdings, Inc., a Texas corporation (the
"Company"). The address of the principal executive office of the

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Company is 3218 Page Road, LongView, TX 75605.

Item 2. Identity and Background.

This Statement is filed by Barron Partners LP, a Delaware Limited Partnership (the "Reporting Person"), whose business address is 301 West 57th Street, New York, NY 10019. The Reporting Person is principally engaged in making investments.

The General Partner of the Reporting Person is Barron Capital Advisors LLC, a Delaware Limited Liability Company, (the "General Partner"). Andrew B. Worden is the managing member of the General Partner.

During the last five years, to the best knowledge of the Reporting Person, neither the Reporting Person nor any controlling person of the Reporting Person has (i) been convicted in a criminal proceeding, or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration.

Not Applicable.

Item 4. Purpose of Transaction.

The response to Item 4 is incorporated by reference to Schedule 13D.

Item 5. Interest in Securities of the Issuer.

There is no change to report for Item 5 except for the

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addition of the following:

(a) The Reporting Person also owns warrants to acquire up to 1,240,707 additional shares of Common Stock. However, such warrants may not be exercised until the date on which RTIN Holdings, Inc. files its annual report on Form 10-KSB for the fiscal year ending December 31, 2003.

(c) During the past sixty days, the Reporting Person has entered into the transactions described below in respect of the Company's Common Stock.

Between May 15, 2003 and June 27, 2003, the Reporting Person bought an aggregate amount of 28,100 shares in the open market at prices ranging from \$1.65 - \$1.655 per share and sold 28,100 at \$1.6514 per share on June 27, 2003 in the open market.

Between June 30, 2003 and July 23, 2003, the Reporting Person sold an aggregate amount of 414,550 shares of Common Stock in the open market at prices ranging from \$1.805 to \$2.27 per share.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Not applicable.

Item 7. Material to be Filed as Exhibits.

Not applicable.

SIGNATURE1

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

Date: July 29, 2003

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/s/ Eric

Roper_____

Gersten, Savage, Kaplowitz,

Wolf & Marcus, LLP
Attorneys for Barron Partners

LP

By: Eric Roper, Esq.

1 The Power of Attorney is incorporated by reference to the
Schedule 13D filed on July 9, 2003.