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PEIPERT GLENN  
Form SC 13D/A  
June 23, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13D  
Under the Securities Exchange Act of 1934  
Amendment No.2

Conversion Services International, Inc.

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(Name of Issuer)

Common Stock, \$.001 par value per share

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(Title of Class of Securities)

21254R109

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(CUSIP Number)

Barry I. Grossman, Esq.  
Ellenoff Grossman & Schole LLP  
370 Lexington Avenue  
New York, New York 10017  
212-370-1300

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(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

June 21, 2005

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(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box:  .

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.

CUSIP No. 570 658 104  
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1) Name of Reporting Persons Glenn Peipert  
I.R.S. Identification Nos. of Above Persons (entities only)

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2) Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)  [ ]  
(b)  [ ]  
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3) SEC Use Only

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4) Source of Funds (See Instructions)  
Not applicable.

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5) Check if Disclosure of Legal Proceedings is Required Pursuant To  
Items 2(d) or 2(e)

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6) Citizenship Or Place Of Organization  
United States of America

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(7) Sole Voting Power  
140,190,476

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Number of  
Shares  
Beneficially  
Owned  
By Each  
Reporting  
Person With

(8) Shared Voting Power  
0

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(9) Sole Dispositive Power  
140,190,476

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(10) Shared Dispositive Power  
0

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11) Aggregate Amount Beneficially Owned by Each Reporting Person  
140,190,476

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12) Check if The Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions)

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13) Percent of Class Represented by Amount in Row (11)  
Approximately 17.8%

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14) Type of Reporting Person  
IN

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This Amendment No. 2 to Schedule 13D is filed on behalf of Glenn Peipert relating to the disposition of shares of common stock, par value \$0.001 per share (the "Shares"), of Conversion Services International, Inc., a Delaware corporation ("CSI").

Item 5. Interest in Securities of the Issuer

Item 5 is deleted in its entirety and replaced by the following new Item 5:

(a), (b) The Reporting Person beneficially owns 140,190,476 Shares, or 17.8% of the outstanding shares of Common Stock entitled to vote. The Reporting Person has sole voting power of all the shares of Common Stock he beneficially owns.

(c) On June 9, 2005, the Reporting Person sold 5,666,667 Shares to a third party for the aggregate purchase price of \$500,000. On June 17, 2005, the Reporting Person sold 2,142,857 Shares to a third party for the aggregate purchase price of \$188,035.69. On June 21, 2005, the Reporting Person sold 2,000,000 Shares to a third party for the aggregate purchase price of \$ 216,000. The Reporting Person has agreed to loan the proceeds from all aforementioned sales to CSI for working capital.

(d) Not applicable.

(e) Not applicable.

Signature

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

Dated: June 23, 2005

/s/ Glenn Peipert

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Glenn Peipert