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MORK DAVID P
Form SC 13D/A
November 23, 2005

SCHEDULE 13D

(RULE 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND
AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

Scanner Technologies Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

80603Q 10 5

(CUSIP Number)

David P. Mork
14505 21st Avenue N., #220
Minneapolis, MN 55447

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

November 2, 2005

(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(e), 13d-1(f) or 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 Rule 13d-7(b) 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

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SHARES (SEE INSTRUCTIONS)

[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
6.4%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN

Item 1. Security and Issuer.

No change.

Item 2. Identity and Background.

(a) - (f) No change.

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

Not applicable.

Item 4. Purpose of Transaction.

This section is amended and supplemented to add the following:

This amendment is being filed solely to report an increase of shares of Common Stock held by the Reporting Person due to the Reporting Person's right to acquire an additional 225,000 shares pursuant to the exercise of options which are exercisable or shall become exercisable within sixty days of the date hereof. On September 26, 2005, a seven-year option to purchase 200,000 shares at \$0.45 per share was granted to the Reporting Person, which option was immediately exercisable to the extent of 100,000 shares and becomes exercisable to the extent of 100,000 shares on January 1, 2006; however, all such option shares are exercisable within sixty days of the date of this amendment. In addition, on July 30, 2005, an additional 25,000 shares became exercisable upon exercise of an option to purchase 100,000 shares at \$1.20 per share which was granted to the Reporting on January 30, 2004.

Item 5. Interest in Securities of the Issuer.

The reporting person beneficially owns an aggregate of 801,660 shares of Common Stock of the Issuer, representing 6.4% of the outstanding shares of Common Stock of the Issuer. Of such shares, 431,350 are held directly by the reporting person, 70,310 are obtainable upon exercise of a warrant which is currently exercisable and 300,000 shares are obtainable upon exercise of options which are exercisable within sixty days from the date of this Schedule 13D. The Reporting Person has sole voting and dispositive power over all of the Common Stock and rights to acquire Common Stock currently owned by him. Except as described in Item 4 above, the Reporting Person has not engaged in any transaction during the past 60 days in any

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securities of the Issuer.

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Item 6. Contracts, Arrangements, Understandings or Relationships With

Respect to Securities of the Issuer.

The Issuer and the reporting person entered into option agreements dated January 30, 2004 and September 26, 2005, which option agreements are identical to the standard form of agreement between the Issuer and optionees receiving stock options under the 2004 Equity Incentive Plan.

Item 7. Material to be Filed as Exhibits.

None.

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SIGNATURE

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.

Dated: November 23, 2005.

/s/ David P. Mork
