

Edgar Filing: GOLFGEAR - Form 5

tr.3)	Exercise Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Derivative Securities Acquired (A) or Disposed of(D) (Instr. 3, 4 and 5)		Securities (Instr. 3 and 4)		(Instr. 5)	Securities Beneficially Owned at End of Year (Instr. 4)	Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Owners (Instr. 4)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date					Title	Amount or Number of Shares
WARRANTS	1.00				A			10/31/2002	common	330,000	1.00	330,000	D	
SHARES	.50	12/18/2000	P		A		12/18/2000	12/18/2005	common	25,000	.50	25,000	D	

Explanation of Responses:

- (1) 2,435,260 reported previously reported on Form 3 included 330,000 warrants
- (2) 330,000 warrants included as shares previously reported on Form 3

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Naoya Kinoshita

02/16/2001

**Signature of Reporting Person

Date

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. Page 2