

Fife John M.
Form SC 13D/A
October 04, 2011

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 13)*

United American Healthcare Corporation
(Name of Issuer)

Common Stock, Par Value \$0.001
(Title of Class of Securities)

90934C105
(CUSIP Number)

Eric M. Fogel, Esq.
Lathrop & Gage LLP
100 N. Riverside Plaza
Suite 2100
Chicago, IL 60606
(312) 920-3300

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

September 28, 2011
(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 Section 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 Rule 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).

SCHEDULE 13D

CUSIP No. 90934C105

1 Names of reporting persons

JOHN M. FIFE

2 Check the appropriate box if a member of a group
(a) (b)

3 SEC use only

4 Source of funds (see instructions)

PF

5 Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

USA

	7	Sole voting power
Number of	8	Shared voting power
shares		4,132,304 *
beneficially	9	Sole dispositive power
owned by		
each	10	Shared dispositive power
reporting		4,132,304 *
person		
with		

11 Aggregate amount beneficially owned by each reporting person

4,132,304 *

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)

34.97% **

14 Type of reporting person (see instructions)

IN

* This consists of (i) 278,936 shares previously owned by reporting person St. George Investments, LLC, as disclosed in the Schedule 13D, Amendment No. 7 filed by the reporting persons on June 8, 2010, (ii) 1,068,559 shares owned by reporting person Chicago Venture Partners, L.P., as disclosed in the Schedule 13D, Amendment No. 8 filed by the reporting persons on August 30, 2010, (iii) 774,151 shares purchased by St. George Investments, LLC on June 24, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, and (iv) 2,010,658 shares issued to St. George Investments, LLC on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on

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June 29, 2011, in connection with the exercise by St. George Investments, LLC of its right to convert the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May 16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

SCHEDULE 13D

CUSIP No. 90934C105

1 Names of reporting persons

FIFE TRADING, INC.

2 Check the appropriate box if a member of a group
(a) (b)

3 SEC use only

4 Source of funds (see instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

ILLINOIS

	7	Sole voting power
Number of		
shares	8	Shared voting power
beneficially		
owned by		3,063,745 *
each	9	Sole dispositive power
reporting		
person	10	Shared dispositive power
with		3,063,745 *

11 Aggregate amount beneficially owned by each reporting person

3,063,745 *

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)

25.92% **

14 Type of reporting person (see instructions)

CO

* This consists of (i) 278,936 shares previously owned by reporting person St. George Investments, LLC, as disclosed in the Schedule 13D, Amendment No. 7 filed by the reporting persons on June 8, 2010, (ii) 774,151 shares purchased by St. George Investments, LLC on June 24, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, and (iii) 2,010,658 shares issued to St. George Investments, LLC on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, in connection with the exercise by St. George Investments, LLC of its right to convert the Convertible Promissory Note made by the Issuer in favor of St. George

Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011. Fife Trading, Inc. is a Manager of St. George Investments, LLC.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May 16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

SCHEDULE 13D

CUSIP No. 90934C105

1 Names of reporting persons

ST. GEORGE INVESTMENTS, LLC

2 Check the appropriate box if a member of a group

(a) (b)

3 SEC use only

4 Source of funds (see instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization

ILLINOIS

	7	Sole voting power
Number of		
shares	8	Shared voting power
beneficially		
owned by		3,063,745 *
each	9	Sole dispositive power
reporting		
person	10	Shared dispositive power
With		
		3,063,745 *

11 Aggregate amount beneficially owned by each reporting person

3,063,745 *

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)

25.92% **

14 Type of reporting person (see instructions)

CO

* This consists of (i) 278,936 shares previously owned by reporting person St. George Investments, LLC, as disclosed in the Schedule 13D, Amendment No. 7 filed by the reporting persons on June 8, 2010, (ii) 774,151 shares purchased by St. George Investments, LLC on June 24, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, and (iii) 2,010,658 shares issued to St. George Investments, LLC on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, in connection with the exercise by St. George

Investments, LLC of its right to convert the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May 16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

SCHEDULE 13D

CUSIP No. 90934C105

- 1 Names of reporting persons
- CHICAGO VENTURE PARTNERS, L.P.
- 2 Check the appropriate box if a member of a group
(a) (b)
- 3 SEC use only
- 4 Source of funds (see instructions)
- OO
- 5 Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- 6 Citizenship or place of organization
- ILLINOIS
- | | | |
|--------------|----|--------------------------|
| | 7 | Sole voting power |
| Number of | 8 | Shared voting power |
| shares | | 1,068,559 * |
| beneficially | 9 | Sole dispositive power |
| owned by | | |
| each | 10 | Shared dispositive power |
| reporting | | 1,068,559 * |
| person | | |
| With | | |
- 11 Aggregate amount beneficially owned by each reporting person
- 1,068,559 *
- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
- 9.04% **
- 14 Type of reporting person (see instructions)
- PN

* This consists of 1,068,559 shares owned by reporting person Chicago Venture Partners, L.P., as disclosed in the Schedule 13D, Amendment No. 8 filed by the reporting persons on August 30, 2010.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May

16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

SCHEDULE 13D

CUSIP No. 90934C105

1 Names of reporting persons
 CHICAGO VENTURE MANAGEMENT, L.L.C.

2 Check the appropriate box if a member of a group
 (a) (b)

3 SEC use only

4 Source of funds (see instructions)
 OO

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 shares beneficially owned by each reporting person With	7	Sole voting power
	8	Shared voting power
	9	1,068,559 * Sole dispositive power
	10	Shared dispositive power 1,068,559 *

11 Aggregate amount beneficially owned by each reporting person
 1,068,559 *

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)
 9.04% **

14 Type of reporting person (see instructions)
 CO

* This consists of 1,068,559 shares owned by reporting person Chicago Venture Partners, L.P., as disclosed in the Schedule 13D, Amendment No. 8 filed by the reporting persons on August 30, 2010. Chicago Venture Management, L.L.C. is the General Partner of Chicago Venture Partners, L.P.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May

16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

SCHEDULE 13D

CUSIP No. 90934C105

- 1 Names of reporting persons
CVM, INC.
- 2 Check the appropriate box if a member of a group
(a) (b)
- 3 SEC use only
- 4 Source of funds (see instructions)
OO
- 5 Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- 6 Citizenship or place of organization
ILLINOIS
- | | | |
|--|----|---------------------------------------|
| Number of
shares
beneficially
owned by
each
reporting
person
With | 7 | Sole voting power |
| | 8 | Shared voting power |
| | 9 | 1,068,559 *
Sole dispositive power |
| | 10 | Shared dispositive power |
| | | 1,068,559 * |
- 11 Aggregate amount beneficially owned by each reporting person
1,068,559 *
- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
9.04% **
- 14 Type of reporting person (see instructions)
CO

* This consists of 1,068,559 shares owned by reporting person Chicago Venture Partners, L.P., as disclosed in the Schedule 13D, Amendment No. 8 filed by the reporting persons on August 30, 2010. CVM, Inc. is the Manager of Chicago Venture Management, L.L.C., which is the General Partner of Chicago Venture Partners, L.P.

** Based on 11,817,766 outstanding shares, which is the sum of (i) 9,807,108 shares outstanding on May 13, 2011, according to the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011, filed on May 16, 2011, plus (ii) 2,010,658 shares issued on June 27, 2011, as disclosed in the Issuer's Current Report on Form 8-K filed on June 29, 2011, upon the exercise of conversion rights under the Convertible Promissory Note made by the Issuer in favor of St. George Investments, LLC, as disclosed in the Issuer's Current Report on Form 8-K filed on May 18, 2011.

Item 1. Security and Issuer

Item 1 is hereby amended and restated as follows:

The Schedule 13D filed with the U.S. Securities and Exchange Commission (the "SEC") on November 24, 2009 (the "Initial 13D"), by the Reporting Persons with respect to the Common Stock, par value \$0.001 (the "Common Stock"), issued by United American Healthcare Corporation (the "Issuer"), as amended by Amendment No. 12 to the Initial 13D filed on or around September 20, 2011, Amendment No. 11 to the Initial 13D filed on or around June 29, 2011, Amendment No. 10 to the Initial 13D filed on or around May 26, 2011, Amendment No. 9 to the Initial 13D filed on or around November 16, 2010, Amendment No. 8 to the Initial 13D filed on or around August 30, 2010, Amendment No. 7 to the Initial 13D filed on or around June 8, 2010, Amendment No. 6 to the Initial 13D filed on or around March 22, 2010, Amendment No. 5 to the Initial 13D filed on or around February 24, 2010, Amendment No. 4 to the Initial 13D filed on or around February 8, 2010, Amendment No. 3 to the Initial 13D filed on or around January 22, 2010, Amendment No. 2 to the Initial 13D filed on or around January 11, 2010, and Amendment No. 1 to the Initial 13D filed on or around December 15, 2009, is hereby amended to furnish the additional information set forth herein. All capitalized terms contained herein, but not otherwise defined, shall have the meanings ascribed to such Items in the Initial 13D.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 is hereby amended to add the following:

The source of the \$400,000 loaned by reporting person St. George Investments, LLC, an Illinois limited liability company ("St. George"), to the Issuer in the transaction described in Item 4 is the available cash of St. George.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following:

On September 28, 2011, reporting person St. George loaned \$400,000 to the Issuer on the terms set forth in that certain Promissory Note dated September 28, 2011 made by the Issuer in favor of St. George (the "Note"). St. George is an affiliate of John M. Fife, who is the Company's Chairman, President and Chief Executive Officer.

The principal amount of the Note is \$400,000. Interest on the Note accrues at an annual rate of 10%. No payments of principal or interest on the Note are due until the Note matures, which is on the earlier of (a) December 31, 2014, or (b) the date of (i) the sale of all or substantially all of the assets of the Company or Pulse Systems, LLC, a Delaware limited liability company which is the Company's subsidiary, (ii) the merger of the Company or Pulse Systems, LLC, or (iii) the sale of all or substantially all of the equity of the Company or Pulse Systems, LLC.

Only upon an event of default (as defined in the Note), the holder of the Note may elect to convert all or any part of the outstanding principal of, and the accrued but unpaid interest on, the Note into newly issued shares of common stock of the Company ("Common Stock") at a conversion price of \$0.0447 per share. The conversion price is based on 80% of the average of the closing bid prices for the Common Stock on the 10 trading days immediately preceding September 27, 2011, which was the date on which the Company's Board of Directors approved the Note and the related loan transaction.

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

Item 6 is hereby amended to add the following:

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Promissory Note dated September 28, 2011, made by the Issuer in favor of St. George, attached as Exhibit 4.1 to the Issuer's Current Report on Form 8-K filed on October 4, 2011.

Signatures

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

October 4, 2011

/s/ John M. Fife

Name: John M. Fife

Fife Trading, Inc.
an Illinois corporation

/s/ John M.
Fife

By:
Name: John M. Fife
Title: President

St. George Investments,
LLC,
an Illinois limited liability
company

By: Fife Trading,
Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

Chicago Venture Partners,
L.P.,
an Illinois limited
partnership

By: Chicago
Venture
Management,
L.L.C.
a Delaware
limited

liability
company,
its general
partner

By: CVM, Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

Chicago Venture
Management, L.L.C.
a Delaware limited
liability company

By: CVM, Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

CVM, Inc.
an Illinois corporation

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

ANNEX 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the Common Stock of United American Healthcare Corporation and further agree that this Joint Filing Agreement be included as an Exhibit to such joint filings. In evidence thereof, the undersigned, being duly authorized, have executed this Joint Filing Agreement this 4th day of October, 2011.

/s/ John M. Fife

Name: John M. Fife

Fife Trading, Inc.
an Illinois corporation

/s/ John M.
Fife

By:
Name: John M. Fife
Title: President

St. George Investments,
LLC,
an Illinois limited liability
company

By: Fife Trading,
Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

Chicago Venture Partners,
L.P.,
an Illinois limited
partnership

By: Chicago
Venture

Management,
L.L.C.
a Delaware
limited
liability
company,
its general
partner

By: CVM, Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

Chicago Venture
Management, L.L.C.
a Delaware limited
liability company

By: CVM, Inc.
an Illinois
corporation,
its manager

By: /s/ John M.
Fife

Name: John M. Fife
Title: President

CVM, Inc.
an Illinois corporation

By: /s/ John M.
Fife

Name: John M. Fife
Title: President