

K2 INC
Form SC 13G/A
January 14, 2004

**SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

**SCHEDULE 13G
(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED
PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS
THERE TO FILED PURSUANT TO RULE 13d-2(b)
(Amendment No. 1) ⁽¹⁾**

K2 INC.
(Name of Issuer)

COMMON STOCK, PAR VALUE \$1.00
(Title of Class of Securities)

482732104
(CUSIP Number)

January 13, 2004
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d 1(b)
 Rule 13d 1(c)
 Rule 13d 1(d)

(1) 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 (the Exchange Act) or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act.

(Continued on Following Pages)

CUSIP No. 482732104

13G

Page 2 of 5 Pages

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) CHARTER OAK PARTNERS																	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input type="checkbox"/> (b) <input type="checkbox"/>																
3	SEC USE ONLY																	
4	CITIZENSHIP OR PLACE OF ORGANIZATION STATE OF CONNECTICUT																	
	<table border="0" style="width: 100%;"> <tr> <td style="width: 15%;">NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</td> <td style="width: 5%; text-align: center;">5</td> <td style="width: 75%;">SOLE VOTING POWER</td> <td style="width: 5%; text-align: right;">1,525,313</td> </tr> <tr> <td></td> <td style="text-align: center;">6</td> <td>SHARED VOTING POWER</td> <td style="text-align: right;">-0-</td> </tr> <tr> <td></td> <td style="text-align: center;">7</td> <td>SOLE DISPOSITIVE POWER</td> <td style="text-align: right;">1,525,313</td> </tr> <tr> <td></td> <td style="text-align: center;">8</td> <td>SHARED DISPOSITIVE POWER</td> <td style="text-align: right;">-0-</td> </tr> </table>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	1,525,313		6	SHARED VOTING POWER	-0-		7	SOLE DISPOSITIVE POWER	1,525,313		8	SHARED DISPOSITIVE POWER	-0-	
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	6	SHARED VOTING POWER	-0-															
	7	SOLE DISPOSITIVE POWER	1,525,313															
	8	SHARED DISPOSITIVE POWER	-0-															
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1,525,313																
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES	<input type="checkbox"/>																
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	4.6%																

12

TYPE OF REPORTING PERSON

PN

2

SCHEDULE 13G

- Item 1(a). Name of Issuer: K2 Inc.
- Item 1(b). Address of Issuer's Principal Executive Offices:
2051 Palomar Airport Road
Carlsbad, CA 92009
- Item 2(a). Name of Person Filing: Charter Oak Partners
- Item 2(b). Address of Principal Business Office or, if None, Residence:
10 Wright Street, Suite 210
Westport, CT 06880
- Item 2(c). Citizenship: State of Connecticut
- Item 2(d). Title of Class of Securities: Common Stock, par value \$1.00
- Item 2(e). CUSIP Number: 482732104
- Item 3. Rule 13d-1(b), or Rule 13d-2(b) or (c), Information: Not Applicable
- Item 4. Ownership
- (a) Amount Beneficially Owned: 1,525,313
- (b) Percent of Class: 4.6%
- (c) Number of Shares as to which such person has:
- (i) Sole power to vote or to direct the vote: 1,525,313
- (ii) Shared power to vote or to direct the vote: -0-
- (iii) Sole power to dispose or to direct the disposition of: 1,525,313
- (iv) Shared power to dispose or to direct the disposition of: -0-

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X]

Item 6. Ownership of More than Five Percent on Behalf of Another Person: Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person: Not Applicable.

Item 8. Identification and Classification of Members of the Group: Not Applicable.

Item 9. Notice of Dissolution of Group: Not Applicable.

Item 10. Certifications: Not Applicable.

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.

CHARTER OAK PARTNERS

By: Fine Partners, L.P., Managing Partner

By: /s/ Jerrold N. Fine

Name: Jerrold N. Fine

Title: Managing Partner

January 14, 2004