

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

KOPIN MITCHELL P
Form SC 13G/A
February 17, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN THE STATEMENTS FILED
PURSUANT TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2(b)

(Amendment No. 2)*

Altair Nanotechnologies Inc.

(Name of Issuer)

Common Stock, no par value per share

(Title of Class of Securities)

021373105

(CUSIP Number)

December 31, 2003

(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)

*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 the disclosures provided in a prior cover page.

The information required in 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 13G

CUSIP NO. 021373105

Page 2 of 7

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Cranshire Capital, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois

NUMBER OF 5 SOLE VOTING POWER

SHARES N/A

BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY N/A

EACH 7 SOLE DISPOSITIVE POWER

REPORTING N/A

PERSON 8 SHARED DISPOSITIVE POWER

WITH N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12 TYPE OF REPORTING PERSON

PN

SCHEDULE 13G

CUSIP NO. 021373105

Page 3 of 7

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Downsview Capital, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [X]

(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois

NUMBER OF 5 SOLE VOTING POWER

SHARES N/A

BENEFICIALLY 6 SHARED VOTING POWER

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

OWNED BY N/A

EACH 7 SOLE DISPOSITIVE POWER
REPORTING N/A

PERSON 8 SHARED DISPOSITIVE POWER
WITH N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
Less than 5%

12 TYPE OF REPORTING PERSON
CO

SCHEDULE 13G

CUSIP NO. 021373105 Page 4 of 7

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)
Mitchell P. Kopin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [X]
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
SHARES N/A

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY N/A

EACH 7 SOLE DISPOSITIVE POWER
REPORTING N/A

PERSON 8 SHARED DISPOSITIVE POWER
WITH N/A

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12 TYPE OF REPORTING PERSON

IN

SCHEDULE 13G

CUSIP NO. 021373105

Page 5 of 7

Item 1(a). Name of Issuer:

Altair Nanotechnologies Inc. (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices:

1725 Sheridan Avenue
Suite 140
Cody, Wyoming 82414

Items 2(a), (b) and (c). Name of Persons Filing Address of Principal Business Office and
Citizenship:

This Amendment No. 2 to Schedule 13G is being filed on behalf of (i) Cranshire Capital, L.P., an Illinois limited partnership ("Cranshire"), (ii) Downsvieview Capital, Inc., an Illinois corporation ("Downsvieview") and (iii) Mitchell P. Kopin, a United States citizen ("Kopin," together with Cranshire and Downsvieview, the "Reporting Persons").

The Reporting Persons have entered into a Joint Filing Agreement, a copy of which is filed with this Amendment No. 2 to Schedule 13G as Exhibit 1, pursuant to which the Reporting Persons have agreed to file this Amendment No. 2 to Schedule 13G jointly in accordance with the provisions of Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended.

The principal business office of each Reporting Person is 666 Dundee Road, Suite 1901, Northbrook, IL 60062.

Item 2(d). Title of Class of Securities:

Common Stock, no par value per share, of the Issuer (the "Common Stock")

Item 2(e). CUSIP Number:

021373105

Item 3. N/A

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

Item 4. Ownership.

(a) Amount beneficially owned:

N/A

(b) Percent of class:

SCHEDULE 13G

CUSIP NO. 021373105

Page 6 of 7

Less than 5%

(c) Number of shares to which such person has:

(i) Sole power to vote or direct the vote: N/A

(ii) Shared power to vote or direct the vote: N/A

(iii) Sole power to dispose or to direct the disposition of:
N/A

(iv) Shared power to dispose of or direct the disposition
of: N/A

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 persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Cranshire Capital, L.P., Downsview Capital, Inc. and Mitchell P. Kopin have ceased to be the owners of more than 5% of the outstanding Common Stock of the Issuer.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported By the Parent Holding Company.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of a Group.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

SCHEDULE 13G

CUSIP NO. 021373105

Page 7 of 7

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: February 11, 2004

CRANSHIRE CAPITAL, L.P.

By: Downsvie Capital, Inc.,
its General Partner

By:/s/ Mitchell P. Kopin

Mitchell P. Kopin, President

DOWNSVIEW CAPITAL, INC.

By:/s/ Mitchell P. Kopin

Mitchell P. Kopin, President

/s/ Mitchell P. Kopin

Mitchell P. Kopin

SCHEDULE 13G

CUSIP NO. 021373105

Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to shares of Common Stock, no par value per share, of Altair Nanotechnologies Inc. and further agree that this Joint Filing Agreement shall be included as an exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein; provided, however, that no party is responsible for the completeness or accuracy of the information concerning any other party making the filing, unless such party knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the parties have executed this Joint Filing Agreement on February 11, 2004.

CRANSHIRE CAPITAL, L.P.

By: Downsvie Capital, Inc.,
its General Partner

Edgar Filing: KOPIN MITCHELL P - Form SC 13G/A

By:/s/ Mitchell P. Kopin

Mitchell P. Kopin, President

DOWNSVIEW CAPITAL, INC.

By:/s/ Mitchell P. Kopin

Mitchell P. Kopin, President

/s/ Mitchell P. Kopin

Mitchell P. Kopin