

BOUNDLESS CORP
Form SC 13G/A
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

BOUNDLESS CORPORATION

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

101706 20 8

(CUSIP Number)

December 31, 2001

(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).

(Continued on following page(s))

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Item 1(a) Name of Issuer

Boundless Corporation

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

Boundless Corporation
100 Marcus Boulevard
Hauppauge, New York 11788

Item 2(a) Name of Person Filing

Neoware Systems, Inc.

Item 2(b) Address of Principal Business Office, or, if none, Residence

400 Feheley Drive
King of Prussia, PA 19406

Item 2(c) Citizenship

Delaware

Item 2(d) Title of Class of Securities

Common Stock, par value \$.01 per share

Item 2(e) CUSIP Number

101706 20 8

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Item 3 If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

(a) [] Broker or dealer registered under Section 15 of the Exchange Act;

(b) [] Bank as defined in Section 3(a)(6) of the Exchange Act;

(c) [] Insurance company as defined in Section 3(a)(19) of the Exchange Act;

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- (d) [] Investment company registered under Section 8 of the Investment Company Act;
- (e) [] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) [] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) [] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) [] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) [] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4

Ownership

- (a) Amount beneficially owned: 383,335 shares of the issuer's common stock, of which 50,001 shares are issuable upon exercise of a warrant.
- (b) Percent of class: 6.7%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 383,335
 - (ii) Shared power to vote or to direct the vote: 0
 - (iii) Sole power to dispose or to direct the disposition of: 383,335
 - (iv) Shared power to dispose or to direct the disposition of: 0

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Item 5

Ownership of Five Percent or Less of a Class

Not applicable

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

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the Security Being Reported on By the Parent Holding Company

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 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.

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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.

February 14, 2002

Date

/S/Vincent T. Dolan

Signature

Vincent T. Dolan
Vice President-Finance and Administration

Name/Title