

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

SUPPORT COM INC
Form SC 13G/A
February 14, 2002

OMB APPROVAL

OMB Number: 3235-0145
Expires: October 31, 2002
Estimated average burden
hours per response.....14.90

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1) *

SUPPORT.COM, INC.

(Name of Issuer)

Common Stock, par value \$.0001 per share

(Title of Class of Securities)

868587 10 6

(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)

[X] 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

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

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).

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 CONTROL NUMBER.

SEC 1745 (3-98)

Page 1 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)

SOFTBANK Technology Ventures IV L.P. ("SBTV IV")

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY 3,099,271
OWNED BY
EACH 6 SHARED VOTING POWER
REPORTING
PERSON -0-
WITH:

7 SOLE DISPOSITIVE POWER

3,099,271

8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,099,271

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

9.9%

12 TYPE OF REPORTING PERSON*

PN

Page 2 of 17 pages

CUSIP NO. 868587 10 6 13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

SOFTBANK Technology Advisors Fund L.P. ("STAF")

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY 62,568
OWNED BY

EACH 6 SHARED VOTING POWER
REPORTING
PERSON
WITH: -0-

7 SOLE DISPOSITIVE POWER

62,568

8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

62,568

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.2%

12 TYPE OF REPORTING PERSON*

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

PN

Page 3 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

STV IV LLC

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER
		3,161,839
	6	SHARED VOTING POWER
		-0-

7 SOLE DISPOSITIVE POWER

3,161,839

8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

CO

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

Page 4 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

Gary E. Rieschel

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY -0-
OWNED BY
EACH 6 SHARED VOTING POWER
REPORTING 3,161,839
PERSON
WITH:

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Page 5 of 17 pages

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

Charles E. Lax

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER
	-0-	
	6	SHARED VOTING POWER
	3,161,839	

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)

Bradley A. Feld

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER
	-0-	
	6	SHARED VOTING POWER
	3,161,839	

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Page 7 of 17 pages

CUSIP NO. 868587 10 6

13G

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

Matthew A. Ocko

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5	SOLE VOTING POWER
	-0-
6	SHARED VOTING POWER
	3,161,839

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Page 8 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

E. Scott Russell

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER
	-0-	
	6	SHARED VOTING POWER
	3,161,839	

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Page 9 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO(S) . OF ABOVE PERSON(S) (ENTITIES ONLY)

D. Rex Golding

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5	SOLE VOTING POWER
-0-	
6	SHARED VOTING POWER
3,161,839	
7	SOLE DISPOSITIVE POWER
-0-	
8	SHARED DISPOSITIVE POWER
3,161,839	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,161,839

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
10.1%

12 TYPE OF REPORTING PERSON*
IN

Page 10 of 17 pages

CUSIP NO. 868587 10 6

13G

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
Jo Ann Heidi Roizen, Trustee of the Mohler/Roizen Revocable Trust

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

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: 5 SOLE VOTING POWER -0-

6 SHARED VOTING POWER

3,161,839

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,161,839

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,161,839

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.1%

12 TYPE OF REPORTING PERSON*

IN

Page 11 of 17 pages

ITEM 1.

(a) NAME OF ISSUER: Support.com, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 575 Broadway, Redwood City, CA 94063

ITEM 2.

(a) NAME OF PERSON FILING:

SOFTBANK Technology Ventures IV L.P. ("SBTV IV")
 SOFTBANK Technology Advisors Fund L.P. ("STAF")
 STV IV LLC
 Gary E. Rieschel ("GER")

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

Charles E. Lax ("CEL")
Bradley A. Feld ("BAF")
Matthew A. Ocko ("MAO")
E. Scott Russell ("ESR")
D. Rex Golding ("DRG")
Jo Ann Heidi Roizen, Trustee of the Mohler/Roizen Revocable
Trust ("JHR")

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

200 West Evelyn Avenue, Suite 200
Mountain View, CA 94041

(c) CITIZENSHIP:

Entities:	SBTV IV	-	Delaware
	STAF	-	Delaware
	STV IV LLC	-	Delaware

Individuals:	GER	-	United States
	CEL	-	United States
	BAF	-	United States
	MAO	-	United States
	ESR	-	United States
	DRG	-	United States
	JHR	-	United States

(d) TITLE OF CLASS OF SECURITIES: Common Stock, par value \$.0001
per share

(e) CUSIP NUMBER: 868587 10 6

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTIONS 240.13d-1(b), OR
240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or Dealer registered under Section 15 of the Act
(15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act
(15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the
Act (15 U.S.C. 78c);
- (d) An investment company registered under section 8 of the
Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with Section
240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance
with Section 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance
with Section 240.13d-1(b)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the
Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an
investment company under section 3(c)(14) of the
Investment Company Act of 1940 (15 U.S.C. 80a-3);

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

(j) [] Group, in accordance with Section 240.13d-1(b)(1)(ii)(J)

Page 12 of 17 pages

ITEM 4 OWNERSHIP.

	SBTV IV	STAF	STV IV LLC	GER	CEL	BAF	MAO
(a) Beneficial Ownership	3,099,271	62,568	3,161,839	3,161,839	3,161,839	3,161,839	3,161,839
(b) Percentage of Class	9.9%	0.2%	10.1%	10.1%	10.1%	10.1%	10.1%
(c) Sole Voting Power	3,099,271	62,568	3,161,839	-0-	-0-	-0-	-0-
Shared Voting Power	-0-	-0-	-0-	3,161,839	3,161,839	3,161,839	3,161,839
Sole Dispositive Power	3,099,271	62,568	3,161,839	-0-	-0-	-0-	-0-
Shared Dispositive Power	-0-	-0-	-0-	3,161,839	3,161,839	3,161,839	3,161,839

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 class of securities, check the following: []

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.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Page 13 of 17 pages

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

ITEM 10. CERTIFICATION

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. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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.

Date: February 13, 2002

SOFTBANK TECHNOLOGY VENTURES IV L.P.

By: STV IV LLC
its general partner

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

SOFTBANK TECHNOLOGY ADVISORS FUND L.P.

By: STV IV LLC
its general partner

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

STV IV LLC

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

GARY E. RIESCHEL

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

CHARLES E. LAX

By: /s/ Greg. R. Prow

Name: Greg R. Prow

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

Title: Attorney-in-Fact*

BRADLEY A. FELD

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

Page 14 of 17 pages

MATTHEW A. OCKO

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

E. SCOTT RUSSELL

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

D. REX GOLDING

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

JO ANN HEIDI ROIZEN,
TRUSTEE OF THE MOHLER/ROIZEN REVOCABLE TRUST

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

* Power of attorney granted pursuant to general authorization letters filed with the Commission via certified mail dated March 16, 2001.

Page 15 of 17 pages

Exhibit A
AGREEMENT OF JOINT FILING

We, the undersigned, hereby express our agreement that the

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

attached Schedule 13G is filed on behalf of us.

Date: February 13, 2002

SOFTBANK TECHNOLOGY VENTURES IV L.P.

By: STV IV LLC
its general partner

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

SOFTBANK TECHNOLOGY ADVISORS FUND L.P.

By: STV IV LLC
its general partner

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

STV IV LLC

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Chief Operating Officer

GARY E. RIESCHEL

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

CHARLES E. LAX

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

BRADLEY A. FELD

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

MATTHEW A. OCKO

Edgar Filing: SUPPORT COM INC - Form SC 13G/A

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

Page 16 of 17 pages

E. SCOTT RUSSELL

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

D. REX GOLDING

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

JO ANN HEIDI ROIZEN,
TRUSTEE OF THE MOHLER/ROIZEN REVOCABLE TRUST

By: /s/ Greg. R. Prow

Name: Greg R. Prow
Title: Attorney-in-Fact*

* Power of attorney granted pursuant to general
authorization letters filed with the Commission
via certified mail dated March 16, 2001.

Page 17 of 17 pages