

BROWN GARY L  
Form SC 13D/A  
September 10, 2003

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A-6

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

StarCom Wireless Networks, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

83085N

(CUSIP Number)

Gary L. Brown  
7318 Point of Rocks Road  
Sarasota, Florida 34242  
(941) 928-5110

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

May 28, 2003, July 18, 2003 and August 29, 2003

(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [ ] .

Check the following box if a fee is being paid with this statement [ ] . (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class. (See Rule 13d-7).

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) 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. 85525 10 8

(1) Names of Reporting Persons, S.S. or I.R.S. Identification Nos. of Above Persons

Gary L. Brown and Lisa Brown, joint tenants

(2) Check the Appropriate Box if a Member (a)  of a Group\* (b)

(3) SEC Use Only

(4) Source of Funds\* IN

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

(6) Citizenship or Place of Organization

**U.S.A.**

Number of Shares (7) Sole Voting Power -0-

Beneficially Owned (8) Shared Voting Power 3,217,236

by Each Reporting Person With (9) Sole Dispositive Power -0-

(10) Shared Dispositive Power 3,217,236

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

3,217,236 shares

(12) Check if the Aggregate Amount in the Row (11) Excludes Certain Shares\*

(13) Percent of Class Represented by Amount in Row (11) 38.0%

(14) Type of Reporting Person\* IN

\*SEE INSTRUCTION BEFORE FILLING OUT!

ITEM 1. SECURITY AND ISSUER

The class of securities to which this statement relates is common stock, par value \$.0001 per share (the "Common Stock") of StarCom Wireless Networks, Inc., a Delaware corporation (the "Company"). The address of the principal executive offices of the Company is 7318 Point of Rocks Road, Sarasota, Florida 34242.

The undersigned hereby supplements and amends the Schedule 13D dated June 2002, as amended (the "Statement") filed in connection with the Common Stock, of the Company as follows (reference is made to the Statement for previously reported facts).

ITEM 2. IDENTITY AND BACKGROUND

(a)-(c) Gary L. Brown and Lisa Brown, as joint tenants, 7318 Point of Rocks Road, Sarasota, FL 34242 is President and Director of the Company.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Item 3 is amended by adding thereto the following:

On July 18, 2003, Mr. Brown purchased in an open market transaction 10,000 shares at a price of \$.56 per share. Mr. Brown used personal funds for the purchase.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5 is amended by adding thereto the following:

(a) Mr. Brown would be deemed the beneficial owner of an aggregate of 3,217,236 shares of the Issuer's common stock, which shares consist of (i) an aggregate of 2,517,236 shares of common stock owned by Mr. Brown in joint tenancy with his spouse, (ii) an aggregate of 100,000 shares of common stock owned by Mr. Brown's spouse, Lisa Brown, individually, and (iii) an aggregate of 600,000 shares of common stock owned in equal parts by Mr. Brown's two minor children. The 3,217,236 shares of common stock of which Mr. Brown would be deemed the beneficial owner represent 38.0% of the total issued and outstanding shares of common stock of the Issuer.

(b) Mr. Brown exercises the shared voting and dispositive power with respect to all the shares identified in Item 5(a) above with his wife, Lisa Brown.

(c) Mr. Brown effected the following transactions in the Issuer's securities covered by this Report:

<u>Date</u>	<u>Number of Shares Acquired/Disposed</u>	<u>Consideration</u>
May 28, 2003	1,189,000 disposed	Bona fide gift
July 18, 2003	10,000 acquired	\$.56
August 29, 2003	70,142 disposed	Bona fide gift

(d) Not applicable.

(e) 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.

September 10, 2003

(Date)

/s/ Gary L. Brown

(Signature)

Gary L. Brown, President

(Name/Title)