

Edgar Filing: TOMBSTONE TECHNOLOGIES, INC. - Form SC 13D

TOMBSTONE TECHNOLOGIES, INC.
Form SC 13D
March 30, 2009

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Tombstone Technologies, Inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

(CUSIP Number)

John N. Harris
PO Box 1547
Lyons, CO 80540
(303) 684-6644

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

12/3/2008

(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 that is the subject of this Schedule 13D, and is filing this schedule because of ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

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.

SCHEDULE 13D

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1 NAME OF REPORTING PERSON:

John N. Harris

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

3 SEC USE ONLY

4 SOURCE OF FUNDS PF (Personal Funds)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
 TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

| | | |
|--|----|---|
| Number of Shares Beneficially owned by Each Reporting Person with | 7 | SOLE VOTING POWER 500,000 common shares |
| | 8 | SHARED VOTING POWER 0 |
| | 9 | SOLE DISPOSITIVE POWER 500,000 common shares |
| | 10 | SHARED DISPOSITIVE POWER 0 |

 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

500,000 common shares directly

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES []

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

14.8% as of March 15, 2009

14 TYPE OF REPORTING PERSON IN

ITEM 1. SECURITY AND ISSUER.

This statement on Schedule 13D relates to shares of common stock, no par value, of Tombstone Technologies, Inc., a Colorado corporation ("Tombstone"). The address of the principal executive offices of Tombstone is 2400 Central Avenue, Suite G, Boulder, Colorado 80301.

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ITEM 2. IDENTITY AND BACKGROUND.

(a) This statement on Schedule 13D is being filed on behalf of John N. Harris.

(b) Mr. Harris's address is PO BOX 1547, Lyons, Colorado 80540.

(c) John N. Harris.

PRESIDENT, CHIEF EXECUTIVE OFFICER AND DIRECTOR
John N. Harris, 61

Mr. Harris began his career in the securities industry in 1971 with Newhard Cook & Co., a St. Louis based NYSE member firm. Licensed both as a broker and principal, he ultimately managed brokerage offices for several regional NASD brokerage firms. Since 1985, he has been self-employed as a business consultant and as a private investor. For the last 5 years Mr. Harris has been an independent financial consultant. Mr. Harris brings Tombstone experience in the public securities market.

(d) Mr. Harris has not, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) Mr. Harris has not, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Mr. Harris is a citizen of the United States.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The 500,000 shares were purchased with personal funds by Mr. Harris in 2005 at \$0.01 per share.

ITEM 4. PURPOSE OF TRANSACTION.

Mr. Harris does not currently have any plans or proposals, either individually or collectively with another person, which relates to or would result in:

(a) The acquisition by any person of additional securities of Tombstone, or the disposition of securities of Tombstone;

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(b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving Tombstone or any of its subsidiaries;

(c) A sale or transfer of a material amount of assets of Tombstone or any of its subsidiaries;

(d) Any change in the present board of directors or management of Tombstone, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;

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(e) Any material change in the present capitalization or dividend policy of Tombstone;

(f) Any other material change in Tombstone's business or corporate structure;

(g) Changes in Tombstone's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of Tombstone by any person;

(h) Causing a class of securities of Tombstone to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer system of a registered national securities association;

(i) A class of equity securities of Tombstone becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Act; or

(j) Any action similar to any of those enumerated above.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

The percentages of outstanding shares of Tombstone common stock reported below are based on the statement that as of March 15, 2009 there were 3,370,000 shares of Tombstone common stock outstanding.

| | |
|---|--------------------------------------|
| (a) Aggregate number of shares owned (directly and indirectly): | 500,000 common s 0 shares indirec |
| Percent of outstanding shares owned: | 14.8 directly; 0% indirectly |
| (b) Sole Power of voting for Reporting Person: | 500,000 common s |
| Shared Power of voting for Reporting Person: | None |
| (c) Transactions in securities in the past 60 days for Reporting Person: | None |
| (d) No other person is known to have power to direct receipt of dividends from, or proceeds from sale of such securities. | |
| (e) Not Applicable | |

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ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Mr. Harris has no contracts, arrangements, understandings or relationships (legal or otherwise) with other persons with respect to the securities of Tombstone, other than as described in this statement on Schedule 13D.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

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None.

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: March 30, 2009

/s/ John N. Harris

John N. Harris