

Howitt David Marc
Form 3
April 11, 2005

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Howitt David Marc

(Last) (First) (Middle)

2836 SW PERIANDER ST.

(Street)

PORTLAND, OR 97201

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/30/2005

3. Issuer Name and Ticker or Trading Symbol

WARP TECHNOLOGY HOLDINGS INC [WARP]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

128,516

I

By ISIS Acquisition Partners II
LLC

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who 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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)
Title

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Series B-2 Investor Warrants	04/04/2005	08/04/2009	Common Stock	41,250	\$ 1	I	By ISIS Acquisition Partners II LLC
Series B-2 Investor Warrants	04/04/2005	09/30/2009	Common Stock	83,750	\$ 1	I	By ISIS Acquisition Partners II LLC
Series C Investor Warrants	Â (1)	03/31/2010	Common Stock	261,632	\$ 1.25	I	By ISIS Acquisition Partners II LLC
Series C Preferred Stock	Â (1)	03/31/2008	Common Stock	261,632	\$ 1	I	By ISIS Acquisition Partners II LLC

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Howitt David Marc 2836 SW PERIANDER ST. PORTLAND,Â ORÂ 97201	Â X	Â	Â	Â

Signatures

David M Howitt 04/11/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Exercisable after more than 60 day notice.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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