

KELLYS COFFEE GROUP INC  
 Form 4  
 December 04, 2001

**U.S. SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

[ ] Check this box if no longer

subject to Section 16.

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(f) of the Investment Company Act of 1940

Form 4 or Form 5

obligations may continue.

See Instruction 1(b).

1. Name and Address of Reporting Person  <p style="text-align: center;"><b>AXIA Group, Inc.</b></p>	2. Issuer Name and Ticker or Trading Symbol  <p style="text-align: center;"><b>Kelly's Coffee</b>  <b>OTC-Bulletin Board Symbol = KLYS</b></p>		6. Relationship of Reporting Person to Issuer  (Check all applicable)  ___ Director  ___ Officer (give title below)  <input checked="" type="checkbox"/> 10% Owner  ___ Other (specify below)
(Last) (First) (Middle)  <p style="text-align: center;"><b>268 West 400 South, Suite 300</b></p>	3. IRS or Social Security Number of Reporting Person  (Voluntary)	4. Statement for Month/Year  <p style="text-align: center;"><b>August, 2001</b></p>	
(Street)  <p style="text-align: center;"><b>Salt Lake City, Utah 84101</b></p>		5. If Amendment, Date of Original (Month/Year)	
(City) (State) (Zip)	<p style="text-align: center;"><b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b></p>		

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price			
<b>Common Stock</b>	<b>August 29, 2001</b>	<b>S</b>		<b>400,000</b>	<b>D</b>	<b>\$0.02</b>	<b>4,569,069</b>	<b>D &amp; I</b>	<b>Sub-sidiaries</b>

FORM 4 (continued)

**Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form: Direct or Indirect (Instr. 4)
			Code	V		Date Exercisable	Expiration Date	Title	Amt. or No. of Shares			

Explanation of Responses:

\*\* Intention misstatements or omission of facts constitute Federal Criminal Violations. December 3, 2001

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

Note: File three copies of this Form, one of which must be manually signed. If space

provided is insufficient, See Instruction 6 for procedure.

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Date: December 3, 2001

/s/ Ed Haidenthaller

. \*\*Signature of Ed Haidenthaller, Treasurer

Page 2

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