

Hsieh Ming
Form 3/A
June 23, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

| | | | | |
|---|---|---|--|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Hsieh Ming</p> <p>(Last) (First) (Middle)</p> <p>209 FAIR OAKS AVENUE</p> <p>(Street)</p> <p>SOUTH PASADENA, Â CA Â 91030</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/23/2004</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Cogent, Inc. [COGT]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> <p>President and CEO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>09/23/2004</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|

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 | 54,000,000 | D | Â |
| Common Stock | 3,000,000 | I | By: Ming Hsieh, as TTEE of the Ming Hsieh Annuity Trust No. 1 dated 5/11/04 |
| Common Stock | 3,000,000 | I | By: Fang Liu Hsieh, as TTEE of the Fang Liu Hsieh Annuity Trust No. 1 dated 5/12/04 ⁽²⁾ |

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

SEC 1473 (7-02)

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

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| 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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
|---|--|--|--|--|---|---|---------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option (right to buy) | Â (1) | 08/18/2010 | Common Stock | 600,000 | \$ 0.3 | I | By: Fang Liu Hsieh (2) |
| Employee Stock Option (right to buy) | Â (1) | 01/01/2013 | Common Stock | 60,000 | \$ 0.75 | I | By: Fang Liu Hsieh (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hsieh Ming 209 FAIR OAKS AVENUE SOUTH PASADENA, CA 91030 | Â X | Â X | Â President and CEO | Â |

Signatures

Ming Hsieh 05/04/2005
 **Signature of Date
 Reporting Person

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) Options vest over a four year period based upon continued affiliation with Cogent, Inc.
 The reporting person is the spouse of Fang Liu Hsieh. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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