

INNOVO GROUP INC

Form 3

July 09, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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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 \*

SWEEDLER WILLIAM

(Last) (First) (Middle)

1599 POST ROAD EAST

(Street)

WESTPORT, CT 06880

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/27/2007

3. Issuer Name and Ticker or Trading Symbol  
INNOVO GROUP INC [INNO]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 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

\_X\_ 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

58,600

D

1

Common Stock

5,242,325

I

By Windsong DB, LLC <sup>(1)</sup> <sup>(2)</sup>

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)**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

5. Ownership Form of Derivative Security:

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

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Warrant	12/27/2007	06/27/2012	Common Stock	240,000 (3)	\$ 1.36 (3)	I	By Windsong DB, LLC (4)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SWEEDLER WILLIAM 1599 POST ROAD EAST WESTPORT, CT 06880	Â	Â X	Â	Â
Windsong DB, LLC 1599 POST ROAD EAST WESTPORT, CT 06880	Â	Â X	Â	Â

## Signatures

William Sweedler, on behalf of himself and as Authorized Person on behalf of Windsong DB, LLC /s/ William Sweeder

07/09/2007

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) These shares of common stock of Innovo Group Inc. are directly held by Windsong DB, LLC, a portion of which may be deemed attributable to the reporting person because the reporting person holds the majority of the membership interests in Windsong DB, LLC.

(2) The reporting person disclaims beneficial ownership of the securities held by Windsong DB, LLC, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for the purpose of Section 16 or for any other purpose.

(3) The number of shares of Common Stock issuable upon exercise of the Warrant and the exercise price per share of Common Stock subject to the Warrant are subject to adjustment in the event of stock splits and similar events.

(4) The Warrants are directly held by Windsong DB, LLC, a portion of which may be deemed attributable to the reporting person because the reporting person holds the majority of the membership interests in Windsong DB, LLC.

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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