

Edgar Filing: AUTOBYTEL INC - Form SC 13G/A

AUTOBYTEL INC  
Form SC 13G/A  
February 12, 2002

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

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT  
TO RULE 13(d)-2(b)

(Amendment No.1)\*

autobytel.com inc.  
-----  
(Name of Issuer)

Common Stock, \$0.001 par value per share  
-----  
(Title of Class of Securities)

05275N 10 6  
-----  
(CUSIP Number)

December 31, 2001  
-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in 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 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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-----  
NAMES OF REPORTING PERSONS.  
1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

General Electric Capital Corporation (13-1500700)  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  
(a)   
(b)

Not applicable.  
-----

3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware  
-----

5 SOLE VOTING POWER  
NUMBER OF  
SHARES  
-----  
-0-

6 SHARED VOTING POWER  
BENEFICIALLY OWNED BY  
-----  
-0-

7 SOLE DISPOSITIVE POWER  
EACH  
REPORTING PERSON  
-----  
-0-

8 SHARED DISPOSITIVE POWER  
WITH  
-----  
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
-----  
-0-

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

The amount in Row 9 does not include 80,673 shares of the Issuer's  
Common Stock owned by National Broadcasting Company, Inc., beneficial  
ownership of which is disclaimed by General Electric Capital  
Corporation.  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

-----  
-0-

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TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

CO

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NAMES OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

General Electric Capital Services, Inc. (06-1095035)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a) [ ]  
(b) [ ]

Not applicable.

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF

Disclaimed (see 9 below).

SHARES

SHARED VOTING POWER

BENEFICIALLY

6

OWNED BY

Not applicable.

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

Disclaimed (see 9 below).

PERSON

SHARED DISPOSITIVE POWER

WITH

8

Not applicable.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

Beneficial ownership of all shares is disclaimed by General Electric Capital Services, Inc.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

[ ]

Not applicable.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

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Not applicable (see 9 above).

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

General Electric Company (14-0689340)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

Not applicable.

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

5 SOLE VOTING POWER

NUMBER OF

Disclaimed (see 9 below).

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

Not applicable.

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

Disclaimed (see 9 below).

PERSON

8 SHARED DISPOSITIVE POWER

WITH

Not applicable.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Beneficial ownership of all shares is disclaimed by General Electric Company.

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

Not applicable.

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
Not applicable (see 9 above).

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
CO

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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).  
National Broadcasting Company, Inc. (14-1682529)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
Not applicable. (a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

5 SOLE VOTING POWER  
NUMBER OF  
80,673  
SHARES

6 SHARED VOTING POWER  
BENEFICIALLY OWNED BY  
-0-

7 SOLE DISPOSITIVE POWER  
EACH  
80,673  
REPORTING PERSON

8 SHARED DISPOSITIVE POWER  
WITH  
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
80,673

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS)

-----  
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 0.3%

-----  
 12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
 CO

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-----  
 1 NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).  
 National Broadcasting Company Holding, Inc. (13-3448662)

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
 (a)   
 (b)   
 Not applicable.

-----  
 3 SEC USE ONLY

-----  
 4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

-----  
 5 SOLE VOTING POWER  
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 Disclaimed (see 9 below).

-----  
 6 SHARED VOTING POWER  
 OWNED BY EACH REPORTING PERSON  
 Not applicable.

-----  
 7 SOLE DISPOSITIVE POWER  
 Disclaimed (see 9 below).

-----  
 8 SHARED DISPOSITIVE POWER  
 WITH EACH REPORTING PERSON  
 Not applicable.

-----  
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 Beneficial ownership of all shares is disclaimed by National  
 Broadcasting Company Holding, Inc.

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-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
(SEE INSTRUCTIONS) [ ]

Not applicable.

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Not applicable (see 9 above).

-----  
12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO  
-----

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Item 1(a). Name of Issuer:  
autobytel.com inc.

Item 1(b). Address of Issuer's Principal Executive Offices:  
18872 MacArthur Boulevard  
Irvine, California 92612-1400

Item 2(a). Name of Person Filing:  
General Electric Capital Corporation ("GECC")  
General Electric Capital Services, Inc. ("GECS")  
General Electric Company ("GE")  
National Broadcasting Company, Inc. ("NBC")  
National Broadcasting Company Holding, Inc. ("NBCH")

GECC is a wholly-owned subsidiary of GECS, which is an indirect subsidiary of GE. NBC is a wholly-owned subsidiary of National Broadcasting Company Holding, Inc., which is a wholly-owned subsidiary of GE.

Item 2(b). Address of Principal Business Office:  
GECC: 260 Long Ridge Road, Stamford, Connecticut 06927  
GECS: 260 Long Ridge Road, Stamford, Connecticut 06927  
GE: 3135 Easton Turnpike, Fairfield, Connecticut 06431  
NBC: 30 Rockefeller Plaza, New York, New York 10112  
NBCH: 30 Rockefeller Plaza, New York, New York 10112

Item 2(c). Citizenship:  
GECC: Delaware  
GECS: Delaware  
GE: New York  
NBC: Delaware  
NBCH: Delaware

Item 2(d). Title of Class of Securities:  
Common Stock, par value \$0.001 per share

Item 2(e). CUSIP Number:  
05275N 10 6

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Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

Not applicable.

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Item 4. Ownership.

(a) - (c) The response of GECC, GECS, GE, NBC and NBCH to Items 5, 6, 7, 8, 9 and 11 of each of their respective Cover Pages which relate to the beneficial ownership of the Common Stock of the Issuer are incorporated herein by reference.

Each of GECC, GECS, GE and NBCH hereby disclaims beneficial ownership of the Common Stock of the Issuer owned by NBC.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

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Item 10. Certifications.

SIGNATURE

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.

February 12, 2002

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Date

GENERAL ELECTRIC CAPITAL  
CORPORATION

By: /s/ BARBARA J. GOULD

-----  
Name: Barbara J. Gould  
Title: Department Operations Manager

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SIGNATURE

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.

February 12, 2002

-----  
Date

GENERAL ELECTRIC CAPITAL  
SERVICES, INC.

By:/s/ BARBARA J. GOULD

-----  
Name: Barbara J. Gould  
Title: Attorney-in-Fact

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SIGNATURE

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.

February 12, 2002

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Date

GENERAL ELECTRIC COMPANY

By: /s/ BARBARA J. GOULD

-----  
Name: Barbara J. Gould  
Title: Attorney-in-Fact

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SIGNATURE

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.

February 12, 2002

-----  
Date

NATIONAL BROADCASTING  
COMPANY, INC.

By: /s/ ELIZABETH A. NEWELL

-----  
Name: Elizabeth A. Newell  
Title: Assistant Secretary

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SIGNATURE

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.

February 12, 2002

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-----  
Date

NATIONAL BROADCASTING COMPANY HOLDING, INC.

By: /s/ ELIZABETH A. NEWELL

-----  
Name: Elizabeth A. Newell  
Title: Assistant Secretary

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EXHIBIT LIST

EXHIBIT NO.	TITLE
-----	-----
1	Joint Filing Agreement dated February 14, 2000 among GECC, GECS, GE, NBC and NBCH (1)
2	Power of Attorney of GE dated as of February 22, 2000, naming, among others, Barbara J. Gould as attorney-in-fact
3	Power of Attorney of GECS, dated as of February 22, 2000, naming, among others, Barbara J. Gould as attorney-in-fact

(1) Incorporated by reference to Exhibit 1 of GECC's Schedule 13G for the Issuer filed with the Securities and Exchange Commission on February 14, 2000.