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NETPARTS COM
Form 5
March 05, 2002

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

() Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. NAME AND ADDRESS OF REPORTING PERSON

Wells Donald Jackson
(Last) (First) (Middle)

3131 S.W. Freeway #46
(Street)

Houston Texas 77098
(City) (State) (Zip)

NetParts.com, Inc.

2. ISSUER NAME AND TICKER OR TRADING SYMBOL

3. IRS OR SOCIAL SECURITY NUMBER OF REPORTING PERSON (VOLUNTARY)

12/31/2001

4. STATEMENT FOR MONTH/YEAR

5. IF AMENDMENT, DATE OF ORIGINAL (MONTH/YEAR)

6. RELATIONSHIP OF REPORTING PERSON TO ISSUER

(Check all applicable)

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

President

7. INDIVIDUAL OF JOINT/GROUP FILING (CHECK APPLICABLE LINE)

(X) Form Filed by One Reporting Person
() Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or

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Beneficially Owned

		Securities Acquired (A) Or Disposed of (D) (Instr. 3, 4 and 5)					
						Amount of Securities . . Beneficially Owned at End. of Issuer's Fiscal Year (Instr. 3 and 4)	
Title of . . Security . . (Instr. 3)	Transaction Date (m/d/y)	Transaction Code (Inst. 8)	Amount	(A) or (D)	Price		
Common Stock	08/25/00	P				100,000	

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

1.	2	3	4	5	6	7.	
				Number of Derivative Securities Acquired(A) or Disposed of (Inst. 3, 4, & 5 (A) (D)	Date Exercisable and Expiration Date (m/d/y) Exer cisable Date	Underlying Securities (Instr.3&4) Title Amount/ Number of Shares	Pr of Sec (In
Title of Derivative Security (Instr. 3)	Conversion of Exercise Price of Derivative Security	Transaction Date (m/d/y)	Trans- action Code (Instr.8) Code 8				

/s/Donald J. Wells 01/14/2002
** Signature of Reporting Person Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

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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.

Alternatively, this form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.