

KEMBERLING LEE R
Form SC 13G/A
February 14, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)

SRI/Surgical Express, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

78464W104

(CUSIP Number)

December 31, 2004

(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)

1 NAME OF REPORTING PERSON

Lee R. Kemberling

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) x

(b) ..

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Florida Revocable Trust

5 SOLE VOTING POWER

NUMBER OF

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

546,012

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

8 SHARED DISPOSITIVE POWER

WITH

546,012

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

546,012

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.7%

12 TYPE OF REPORTING PERSON

OO

1 NAME OF REPORTING PERSON

Lee R. Kemberling Revocable Living Trust

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) x

(b) ..

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

NUMBER OF 42,000

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 546,012

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 42,000

WITH 8 SHARED DISPOSITIVE POWER

546,012

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

588,012

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.4%

12 TYPE OF REPORTING PERSON

IN

- Item 1. (a) Name of Issuer:
SRI/Surgical Express, Inc.
- Item 1. (b) Address of Issuer's Principal Executive Offices:
12425 Racetrack Road

Tampa, FL 33626
- Item 2. (a) Name of Person Filing:
(1) Lee R. Kemberling Revocable Living Trust
(2) Lee R. Kemberling
- Item 2. (b) Address of Principal Business Office or if None, Residence:
(1) 11500 47th Street North

Clearwater, Florida 33762-4955
(2) 11500 47th Street North

Clearwater, Florida 33762-4955
- Item 2. (c) Citizenship:
(1) Florida Revocable Trust
(2) United States of America
- Item 2. (d) Title of Class of Securities:
Common Stock, \$0.001 par value per share of the Issuer (the Common Stock)
- Item 2. (e) Cusip Number:
78464W104
- Item 3. Statements filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c):
N/A

Item 4. Ownership

Lee R. Kemberling Revocable Living Trust (Kemberling Trust) and Lee R. Kemberling (Kemberling) (collectively, the Filing Persons) believe that 6,262,524 shares of Common Stock were outstanding as of December 31, 2004. Based on such number of outstanding shares, the Filing Persons report the following holdings of Common Stock and corresponding percentage interest of total shares outstanding:

Kemberling Trust is currently the record owner of 546,012 shares of the Issuer s Common Stock (8.7%). Kemberling, individually and as trustee, may be deemed to beneficially own all 546,012 shares of Common Stock held by the Kemberling Trust. Kemberling is not the record owner of any shares of Common Stock. Kemberling Trust and Kemberling share the power to vote and power to dispose of the 546,012 shares of the Issuer s Common Stock owned by Kemberling Trust.

Kemberling also has beneficial ownership of an additional 42,000 shares by virtue of outstanding stock options granted to him by the Issuer which are currently exercisable or are exercisable within 60 days following the date of this Schedule 13G.

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

N/A

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

N/A

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

N/A

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

See Item 2 and Item 4

Item 9. Notice of Dissolution of Group:

N/A

Item 10. Certification:

N/A

CUSIP NO. 78464W104

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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.

Dated: February 14, 2005

LEE R. KEMBERLING REVOCABLE

LIVING TRUST

By: /s/ Lee R. Kemberling

/s/ Lee R. Kemberling

Lee R. Kemberling, Trustee

Lee R. Kemberling, individually