## Edgar Filing: LARGO VISTA GROUP LTD - Form 4/A

| LARGO VI<br>Form 4/A<br>April 13, 20                       | STA GROUP LT<br>06   | D   |          |                    |   |                                |                       |  |  |  |  |
|--|--|---|----------|--------------------|---|--------------------------------|-----------------------|--|--|--|--|
|  | ЛЛ   |   |          |                    |   |                                |                       |  | OMB AP   | PROVAL   |  |
|  | FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549  |   |          |                    |   |                                |                       | OMMISSION  | OMB<br>Number:   | 3235-0287  |  |
| Check the<br>if no lon<br>subject the<br>Section<br>Form 4 | ger <b>STATEN</b><br>o <b>STATEN</b><br>16.<br>or  | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES |          |                    |   |                                |                       |  |  | Expires: January 31<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |  |
| obligation<br>may corr                                     | Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |   |          |                    |   |                                |                       |  |  |  |  |
| (Print or Type   | Responses)   |   |          |                    |   |                                |                       |  |  |  |  |
|  | Address of Reporting<br>A ALBERT   |   | Symbol   |                    | nd Ticker or T                                  |                                | 0                     | 5. Relationship of I<br>Issuer<br>(Check   | Reporting Perso<br>all applicable  |  |  |
| (Last)<br>4570 CAM<br>VISTA GR                             | PUS DR, C/O LA   |   |          | Day/Year)          | Transaction                                     |                                |                       | _X_ Director<br>_X_ Officer (give t<br>below)<br>Corpo   |  | Owner<br>r (specify  |  |
| NEWPOR   | (Street)<br>F BEACH, CA 92   |   |          | onth/Day/Ye        | Date Original<br>ar)                            |                                |                       | 6. Individual or Joi<br>Applicable Line)<br>_X_ Form filed by Ou<br>Form filed by Mo<br>Person                     | ne Reporting Per   | son  |  |
| (City)   | (State)  | (Zip)   | Tał      | ole I - Non-       | -Derivative S                                   | Securi                         |                       | uired, Disposed of,  | or Beneficiall   | y Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)                       | 2. Transaction Date<br>(Month/Day/Year)  |   | Date, if | Code<br>(Instr. 8) | 4. Securitie<br>poor Disposed<br>(Instr. 3, 4 a | l of (D<br>and 5)<br>(A)<br>or | ))                    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)                    |  |
| common   | 11/28/2005   | 11/29/200   | )5       | Code V<br>D        | Amount<br>300,000<br>(1)                        | (D)<br>D                       | Price<br>\$<br>0.0233 | 4,900,607  | D  |  |  |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | Amou<br>Unde<br>Secur | le and<br>int of<br>rlying<br>ities<br>. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owno<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-----------------------|---|---|--|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title                 | Amount<br>or<br>Number<br>of<br>Shares            |   |  |

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## **Reporting Owners**

| Reporting Owner Name / Address  |           | Relationships |           |                     |       |  |  |  |  |
|---|-----------|---------------|-----------|---------------------|-------|--|--|--|--|
|   |           | Director      | 10% Owner | Officer             | Other |  |  |  |  |
| FIGUEROA ALBERT<br>4570 CAMPUS DR<br>C/O LARGO VISTA GROU<br>NEWPORT BEACH, CA 92 |           | X             |           | Corporate Secretary |       |  |  |  |  |
| Signatures  |           |               |           |                     |       |  |  |  |  |
| Albert Figueroa   | 04/13/200 | )6            |           |                     |       |  |  |  |  |

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

If the form is filed by more than one reporting person, see Instruction 4(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) 11/28/05 D 300,000 Restricted Stock @ .0233333

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.