

Edgar Filing: PROCHNOW JAMES E - Form 3

PROCHNOW JAMES E
Form 3
January 10, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Prochnow James E.

(Last) (First) (Middle)

3100 AMS Boulevard

(Street)

Green Bay WI 54313

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

12/31/2002 (1)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

American Medical Security Group, Inc. (AMZ)

5. Relationship of Reporting Person to Issuer
(Check all applicable)

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

Vice President, Controller and Interim Treasurer

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

=====

Table I -- Non-Derivative Securities Beneficially Owned

Edgar Filing: PROCHNOW JAMES E - Form 3

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 (Instr.)
------------------------------------	---	---	-----------------------

No securities owned

(1) Section 16(a) reports were filed for Mr. Prochnow from 1998 until early 2000 at which time the Board of Directors of AMZ determined he was not an officer as defined in Section 16a-1(f); and, therefore, Mr. Prochnow ceased filing Section 16a reports. No Section 16a reports were filed to indicate he exited the reporting system. On 12/31/02 he became a Section 16 officer which prompted the filing of this Form 3.

* If the Form is filed by more than one Reporting Person, see Instruction 5(b) (v).

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

(Print of Type Responses)

(Over)

FORM 3 (continued)

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

Edgar Filing: PROCHNOW JAMES E - Form 3

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)	Amount or Number of Shares	4. Conversion or Exercise Price of Derivative Security
	Date Exercisable	Expiration Date			
Employee Stock Option (right to buy)	(2)	12/17/10	Common Stock	5,000	\$14.3750
Employee Stock Option (right to buy)	(3)	11/16/11	Common Stock	5,000	\$ 5.8125
Employee Stock Option (right to buy)	(4)	11/16/12	Common Stock	10,000	\$ 5.1875
Employee Stock Option (right to buy)	(5)	11/28/13	Common Stock	10,000	\$10.2000

Explanation of Responses:

- (2)The option becomes exercisable in four annual installments beginning 12/18/99
- (3)The option becomes exercisable in four annual installments beginning 11/17/00
- (4)The option becomes exercisable in four annual installments beginning 11/17/01
- (5)The option becomes exercisable in four annual installments beginning 11/29/02

/s/ James E. Prochnow

1/9/03

**Signature of Reporting Person

Date

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

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.

Edgar Filing: PROCHNOW JAMES E - Form 3

(Print or Type Responses)

Page 2