

Access Plans USA, Inc.
Form SC 13G/A
April 08, 2010

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 7)

Access Plans USA, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

740184106
(CUSIP Number)

3/31/2010
(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)

X 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 ("Act") 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).

SCHEDULE 13G

CUSIP No. 740184106

- 1 Name of Reporting Person
RENN Global Entrepreneurs Fund Inc.
- 2 Check the Appropriate Box if a Member of a Group (See instructions)

(a)
 (b) x
 3 SEC Use Only

4 Citizenship or Place of Organization
 Texas

5 Sole Voting Power
 0

6 Shared Voting Power
 369,436 (1)

NUMBER OF SHARES BENEFIICIALLY OWNED BY EACH REPORTING PERSON WITH <hr style="width: 100%;"/>	7 Sole Dispositive Power 0 8 Shared Dispositive Power 371,670 (2) (3) 9 Aggregate Amount Beneficially Owned by Each Reporting Person 371,670 (1) (2) (3)
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10 Check if the Aggregate Amount in Row (9) Excludes Certain
 Shares
 (See Instructions)

11 Percent of Class Represented by Amount in Row (9)
 1.7%

12 Type of Reporting Person (See Instructions)
 IV

(1) RENN Global Entrepreneurs Fund Inc. ("RENN Global") is the owner of record of the shares and shares voting power over the shares with RENN Capital Group Inc., its investment advisor ("RENN") pursuant to an investment advisory agreement. Russell Cleveland is the President of ("RENN Global") and RENN Capital Group Inc., and disclaims any beneficial ownership.

(2) RENN Global shares dispositive power over the shares with RENN Capital Group Inc. Russell Cleveland is the President of RENN Global and RENN Capital Group Inc. and disclaims any beneficial ownership.

(3) Ownership includes options to buy 2,234 shares of common stock @ \$0.85 grant date 4/1/2009.

SCHEDULE 13G

CUSIP No. 740184106

- 1 Name of Reporting Person
Renaissance US Growth Investment Trust PLC
- 2 Check the Appropriate Box if a Member of a Group (See instructions)
(a)
(b)
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
United Kingdom
- 5 Sole Voting Power
0
- 6 Shared Voting Power
644,317 (4)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 Sole Dispositive Power 0
8 Shared Dispositive Power 644,317 (5)	
9 Aggregate Amount Beneficially Owned by Each Reporting Person	644,317 (4) (5)

10 Check if the Aggregate Amount in Row (9) Excludes Certain
Shares
(See Instructions)

- 11 Percent of Class Represented by Amount in Row (9)
3.0%
- 12 Type of Reporting Person (See Instructions)
FI

(4) Renaissance US Growth Investment Trust PLC ("RUSGIT") is the owner of record of the shares and shares voting power over the shares with RENN Capital Group, Inc., its investment adviser ("RENN") pursuant to an investment advisory agreement. Russell Cleveland is a Director of ("RUSGIT") and President of RENN Capital Group Inc., and disclaims any beneficial ownership.

(5)

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RUSGIT shares dispositive power over the shares with RENN Capital Group Inc.,. Russell Cleveland is a Director of ("RUSGIT") and President of RENN Capital Group Inc., and disclaims any beneficial ownership.

SCHEDULE 13G

CUSIP No. 740184106

- 1 Name of Reporting Person
Global Special Opportunities Trust PLC
- 2 Check the Appropriate Box if a Member of a Group (See instructions)
(a)
(b) x
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
United Kingdom
- 5 Sole Voting Power
0
- 6 Shared Voting Power
268,997 (6)
- | | |
|--------------------------------------|--|
| NUMBER OF
SHARES | 7 Sole Dispositive Power
0 |
| BENEFICIALLY
OWNED BY
EACH | 8 Shared Dispositive Power
268,997 (7) |
| REPORTING
PERSON
WITH
_____ | 9 Aggregate Amount Beneficially Owned by Each Reporting
Person
268,997 (6) (7) |
- 10 Check if the Aggregate Amount in Row (9) Excludes Certain
Shares
(See Instructions)
- 11 Percent of Class Represented by Amount in Row (9)
1.2%
- 12 Type of Reporting Person (See Instructions)
FI

(6) Global Special Opportunities Trust PLC ("GSOT") is the owner of record of the shares and shares voting power over the shares with RENN Capital Group, Inc., its investment adviser ("RENN") pursuant to an investment

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advisory agreement. Russell Cleveland is the US PortfolioManager of GSOT and President of RENN Capital Group Inc., and disclaims any beneficial ownership.

(7) GSOT shares dispositive power over the shares with RENN Capital Group Inc. Russell Cleveland is the US Portfolio Manager of ("GSOT") and President of RENN Capital Group Inc., and disclaims any beneficial ownership.

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CUSIP No. 740184106

- 1 Name of Reporting Person
Premier RENN Entrepreneurial Fund Ltd.
- 2 Check the Appropriate Box if a Member of a Group (See instructions)
(a)
(b)
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
Guernsey
- 5 Sole Voting Power
0
- 6 Shared Voting Power
417,306 (8)
- | | | | |
|---|-------------------------------|---|--|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH
<hr/> | 7 Sole Dispositive Power
0 | 8 Shared Dispositive Power
417,306 (9) | 9 Aggregate Amount Beneficially Owned by Each Reporting
Person
417,306 (8) (9) |
|---|-------------------------------|---|--|
- 10 Check if the Aggregate Amount in Row (9) Excludes Certain
Shares
(See Instructions)
- 11 Percent of Class Represented by Amount in Row (9)
1.9%
- 12 Type of Reporting Person (See Instructions)
FI

(8) Premier RENN Entrepreneurial Fund Ltd. ("PREM") is the owner of record of the shares and shares voting power over the shares with RENN Capital Group, Inc., its investment adviser ("RENN") pursuant to an investment advisory agreement. Russell Cleveland is the President of RENN Capital Group, Inc., and disclaims any beneficial ownership.

(9) PREM shares dispositive power over the shares with RENN Capital Group Inc. Russell Cleveland is the President of RENN Capital Group, Inc., and disclaims any beneficial ownership.

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CUSIP No. 740184106

- 1 Name of Reporting Person
RENN Capital Group Inc
- 2 Check the Appropriate Box if a Member of a Group (See instructions)
 - (a)
 - (b) x
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
Texas
- 5 Sole Voting Power
0
- 6 Shared Voting Power
1,700,056 (11)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH <hr/>	7 Sole Dispositive Power 0 8 Shared Dispositive Power 1,702,290 (12) (13) 9 Aggregate Amount Beneficially Owned by Each Reporting Person 1,702,290 (11) (12) (13)
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10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

- 11 Percent of Class Represented by Amount in Row (9)
7.8%
- 12 Type of Reporting Person (See Instructions)

IA

RENN Capital Group, Inc. ("RENN") is investment adviser to RUSGIT, RENN Global, GSOT & (11) PREM. RUSGIT, RENN Global, GSOT & PREM share voting power over their shares with RENN pursuant to an investment advisory agreement. Russell Cleveland is the President of RENN Global and RENN Capital Group, Inc., and a Director of RUSGIT and disclaims any beneficial ownership.

RUSGIT, RENN Global, GSOT & PREM shares dispositive power over the shares with RENN (12) Capital Group Inc. Russell Cleveland is the President of RENN Global and RENN Capital Group, Inc., and a Director of RUSGIT and disclaims any beneficial ownership.

Ownership includes options to buy 2,234 shares of common stock @ \$0.85 grant date 4/1/2009. (13)

SCHEDULE 13G

CUSIP No. 740184106

- 1 Name of Reporting Person
Russell Cleveland
- 2 Check the Appropriate Box if a Member of a Group (See instructions)
 - (a)
 - (b) x
- 3 SEC Use Only
- 4 Citizenship or Place of Organization
United States
- 5 Sole Voting Power
0
- 6 Shared Voting Power
1,700,056 (14)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 Sole Dispositive Power 0
8 Shared Dispositive Power	1,702,290 (15) (16)
9 Aggregate Amount Beneficially Owned by Each Reporting Person	1,702,290 (14) (15) (16)

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

11 Percent of Class Represented by Amount in Row (9)
7.9%

12 Type of Reporting Person (See Instructions)
IN

Russell Cleveland is President and Chief Executive Officer Of RENN Capital Group, Inc.

- (14) ("RENN"), is investment adviser to RENN Global, RUSGIT, GSOT, & PREM. RENN Global, RUSGIT, GSOT & PREM share voting power over their shares with RENN pursuant to an investment advisory agreement. Russell Cleveland disclaims any beneficial ownership.
- (15) Russell Cleveland is President and Chief Executive Officer of RENN Capital Group, Inc. ("RENN"), is investment adviser to RENN Global, RUSGIT, GSOT & PREM. RENN Global, RUSGIT, GSOT & PREM share dispositive power over the shares with RENN Capital Group Inc. Russell Cleveland disclaims any beneficial ownership.
- (16) Ownership includes options to buy 2,234 shares of common stock @ \$0.85 grant date 4/1/2009.

Item 1.

- (a) Name of Issuer
Access Plans USA, Inc.
- (b) Address of Issuer's Principal Executive Offices:
4929 Royal Lane, Suite 200
Irving, TX 75063

Item 2.

- (a) Name of Person Filing:
RENN Global Entrepreneurs Fund Inc.
Renaissance US Growth Investment Trust PLC
Global Special Opportunities Trust PLC
Premier RENN Entrepreneurial Fund Ltd
RENN Capital Group Inc.
Russell Cleveland
- (b) Address of Principal Business Office or, if none, Residence
RENN Capital Group, Inc.
8080 N. Central Expressway, Suite 210 LB 59, Dallas, TX 75206
- (c) Citizenship
Texas, United Kingdom, United Kingdom, Guernsey, Texas, United States

(d) Title of Class of Securities
Common Stock

(e) CUSIP Number 740184106

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).
Not applicable.

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
 - RENN Global - 371,670
 - RUSGIT - 644,317
 - GSOT – 268,997
 - PREMIER - 417,306
 - RENN Capital Group – 1,702,290 (1) (2)
 - Russell Cleveland – 1,700,056

- (b) Percent of class:
 - RENN Global - 1.7%
 - RUSGIT – 3.0%
 - GSOT – 1.2%
 - PREMIER – 1.9%
 - RENN Capital Group – 7.8%
 - Russell Cleveland – 7.8%

- (c) Number of shares to which the person has:
- (i) Sole power to vote or to direct the vote:
0
 - (ii) Shared power to vote or to direct the vote:
RENN Global - 369,436
RUSGIT – 644,317
GSOT – 268,997
PREMIER - 417,306
RENN Capital Group –1,700,056 (1)
Russell Cleveland – 1,700,056 (1)
 - (iii) Sole power to dispose or to direct the disposition of:
0
 - (iv) Shared power to dispose or to direct the disposition of:
RENN Global - 371,670
RUSGIT – 644,317
GSOT – 268,997
PREMIER - 417,306
RENN Capital Group – 1,702,290 (2)
Russell Cleveland – 1,702,290 (2)

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 persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

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 or Control Person.

Not Applicable

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

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification

(a) The following certification shall be included if the statement is filed pursuant to §240.13d-1(b): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to §240.13d-1(c): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

1. The shares held by each of RENN and Russell Cleveland consist of the shares held by each of RENN Global, RUSGIT, GSOT, & PREM over which they share voting and dispositive power pursuant to an investment advisory agreement. Russell Cleveland disclaims any beneficial ownership.
2. Each of RENN Global, RUSGIT, GSOT, & PREM share voting and dispositive power over their respective shares with RENN pursuant to an investment advisory agreement. Russell Cleveland disclaims any beneficial ownership.

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.

RENN Global Entrepreneurs Fund, Inc.

Date: April 8, 2010 By: /s/ Russell Cleveland
Name: Russell Cleveland
Title: President, CEO, Director

Renaissance US Growth Investment Trust PLC.

Date: April 8, 2010 By: /s/ Russell Cleveland
Name: Russell Cleveland
Title: Director

Global Special Opportunities Trust PLC.

Date: April 8, 2010 By: /s/ Russell Cleveland
Name: Russell Cleveland
Title: US Portfolio Manager

Premier RENN Entrepreneurial Fund Ltd.

Date: April 8, 2010 By: /s/ Russell Cleveland
Name: Russell Cleveland
Title: President, RENN Capital Group, Inc.,
Investment Advisor

RENN Capital Group Inc.

Date: April 8, 2010 By: /s/ Russell Cleveland

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Name: President

Russell Cleveland

Date: April 8, 2010

By: /s/ Russell Cleveland
Name: Russell Cleveland