RASMUSSEN GARY A Form 3 January 27, 2003

OM	B APPROVA	L	
OMB Number	:	3235-	-0104
Expires:	Janua	ry 31,	2005
Estimated	average b	urden	
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UNITED STATES 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(h) of the Investment Company Act of 1940

(Print of Type Responses)

1.	Name and Address of Reporting Person*				
	Rasmussen	Gary		Α.	
	(Last)	(First)		(Middle)	
	2722 Loker Ave West	, Suite G			
		(Street)			
	Carlsbad	CA		92008	
	(City)	(State)		(Zip)	
2.	Date of Event Requi:	ring Statement (Mont)	h/Day/Y	ear)	
٠.	Date of Event Requir	zing boacomone (none.	ii, bay, i	car,	
٠.	11/20/2002	2119 00000	., Day, 1	cur,	
3.	11/20/2002			on, if an entity (voluntary	
	11/20/2002 I.R.S. Identification		ng Pers		
3.	11/20/2002 I.R.S. Identification Issuer Name and Tick	on Number of Reporti	ng Pers		
3.	I.R.S. Identification Issuer Name and Tick FoneFriend, Inc.	on Number of Reporting ker or Trading Symbol FFRD orting Person(s) to	ng Pers		
3.	I.R.S. Identification Issuer Name and Tick FoneFriend, Inc. Relationship of Repo	on Number of Reporting ker or Trading Symbol FFRD orting Person(s) to 1	ng Pers		

6. If Amendment, Date of Original (Month/Day/Year)						
7. Individual or Joint/Group Fil	ing (Check Applicable line)					
X Form filed by One Report	ing Person					
_ Form filed by More than	_ Form filed by More than One Reporting Person					
	Table I Non-Derivative Securities Beneficially Owned					
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)				
Common Stock	1,587,500 shares					
Common Stock	85,725 shares	I	Rochest Limited			
FORM 3 (continued)						
Table II Derivative Securities (e.g., puts, calls, wa	Beneficially Owned rrants, options, convertible :	securities)				

	 Date Exercisable and Expiration Date (Month/Day/Year) 		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4.	Conve sion
1. Title of Derivative Security (Instr. 4)	Date Exer- cisable	tion	Title	or Number of Shares]]	Exero Price Deriv Secur
N/A						
Reminder: Report on a se	eparate lir	ne for each clas				
owned directly Explanation of Responses	S:					
* 85,725 shares reported held in the name Rochest						
/s/ Gary A. Rasmussen			01/23	1/2003 		
**Signature of Rep	oorting Per	rson	I	Date		
* If the form is fill 5(b)(v).	ed by more	than one repor	ting person, see	Instruction		
** Intentional misstat Violations.	ements or	omissions of fa	cts constitute Fed	deral Criminal		

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 is insufficient, see Instruction 6 for procedure.