

FORCE PROTECTION INC
Form SC 13D/A
May 18, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

Force Protection, Inc.

(Name of Issuer)

Common Stock, \$.001 par value per share

(Title of Class of Securities)

345203202

(CUSIP Number)

Gordon McGilton
Chief Executive Officer
Force Protection, Inc.
9801 Highway 78, #3
Ladson, South Carolina 29456

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

February 14, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on 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).

CUSIP No. 345203202

- | | | |
|-----|--|---|
| 1. | Name of Reporting Person:
Frank Kavanaugh | I.R.S. Identification Nos. of above persons
(entities only): |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions):
(a)
(b) <input checked="" type="checkbox"/> [X] | |
| 3. | SEC Use Only: | |
| 4. | Source of Funds (See Instructions):
OO | |
| 5. | Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e): | |
| 6. | Citizenship or Place of Organization:
United States of America | |
| | Number of
Shares
Beneficially
Owned by
Each Reporting
Person With | 7. Sole Voting Power:
6,517,918 |
| | | 8. Shared Voting Power:
0 |
| | | 9. Sole Dispositive Power:
6,517,918 |
| | | 10. Shared Dispositive Power:
0 |
| 11. | Aggregate Amount Beneficially Owned by Each Reporting Person:
6,517,918 | |
| 12. | Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions): | |
| 13. | Percent of Class Represented by Amount in Row (11):
18.8% | |
| 14. | Type of Reporting Person (See Instructions):
IN | |

Item 1. Security and Issuer

This statement relates to the beneficial ownership of Common Stock, \$.001 par value per share, of Force Protection, Inc. (hereinafter the "Issuer"), whose principal place of business is located at 9801 Highway 78, #3, Ladson, South

Carolina 29456.

Item 2. Identity and Background

- (a) Frank Kavanaugh
- (b) c/o Force Protection, 9801 Highway 78, #3, Ladson, South Carolina 29456
- (c) Mr. Kavanaugh is the Chairman of the Board of the Issuer, whose principal place of business is located at 9801 Highway 78, #3, Ladson, South Carolina 29456.
- (d) During the past five years, Mr. Kavanaugh has not been convicted in any criminal proceeding.
- (e) During the past five years, Mr. Kavanaugh has not been a party to a civil proceeding before a judicial or administrative body of competent jurisdiction resulting in a judgment, decree or final order enjoining future violation of, prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) United States of America

Item 3. Source and Amount of Funds or Other Consideration

Ashford Capital, LLC received common shares as a result of converting the Issuer's preferred stock into the Issuer's common stock in February 2005.

Item 4. Purpose of Transaction

Ashford Capital, LLC received common shares as a result of converting the Issuer's preferred stock into the Issuer's common stock in February 2005.

Item 5. Interest in Securities of the Issuer

- (a) Mr. Kavanaugh is the beneficial owner of 6,517,918 shares, or 18.8%, of the outstanding common stock of the Issuer as of March 31, 2005. Ashford Capital, LLC owns 5,717,084 of the shares. Mr. Kavanaugh is a principal of Ashford Capital, LLC. Mr. Kavanaugh disclaims beneficial ownership of the shares owned by Ashford Capital, LLC.
- (b) Mr. Kavanaugh has the sole power to vote and dispose of 6,517,918 shares of common stock of the Issuer.
- (c) N/A
- (d) N/A
- (e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

N/A

Item 7. Material to Be Filed as Exhibits

N/A

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, correct and complete.

Date: May 18, 2005

/s/ Frank Kavanaugh
Frank Kavanaugh