

Edgar Filing: CADIZ INC - Form SC 13G

CADIZ INC
Form SC 13G
April 25, 2005

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

OMB APPROVAL

OMB Number: 3235-0145
Expires: December 31, 2005
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SCHEDULE 13G

Under the Securities and Exchange Act of 1934

(Amendment No. _____) *

Cadiz, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

127537207

(CUSIP Number)

April 15, 2005

(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)
- 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 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

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Notes).

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1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

SACC Partners LP; Riley Investment Management LLC; B. Riley & Co. Inc.;
B. Riley & Co. Retirement Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF 5. SOLE VOTING POWER
SHARES 496,157

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY 0

EACH 7. SOLE DISPOSITIVE POWER
REPORTING 496,157

PERSON 8. SHARED DISPOSITIVE POWER
WITH 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

496,157

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.80%

12. TYPE OF REPORTING PERSON*

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PN, BD, EP

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

Cadiz, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

777 South Figueroa Street
Suite 4250
Los Angeles, California 90017

Item 2(a). Name of Person Filing:

SACC Partners LP; Riley Investment Management LLC;
B. Riley & Co. Inc.; B. Riley & Co. Retirement Trust

Item 2(b). Address of Principal Business Office, or if None, Residence:

11100 Santa Monica Blvd.
Suite 800
Los Angeles, CA 90025

Item 2(c). Citizenship:

SACC Partners LP (a Delaware limited partnership)
Riley Investment Management LLC (Delaware ltd. liab. co.)
B. Riley & Co., Inc. (Delaware corporation)
B. Riley & Co. Retirement Trust (a tax qualified plan)

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

127537207

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Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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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:
496,157

- (b) Percent of class: 4.8%

- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote__496,157_____,
 - (ii) Shared power to vote or to direct the vote___0_____,
 - (iii) Sole power to dispose or to direct the disposition of__496,157,_____
 - (iv) Shared power to dispose or to direct the disposition of__0_____

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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 person has ceased to be the beneficial owner of more than five percent of the class of securities check the following [X].

N/A

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

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

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certifications.

(a) The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):

"By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and 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 such purpose or effect."

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.

Date: April 22, 2005

SACC PARTNERS LP
By: Riley Investment Management LLC, its General Partner

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By: /s/ Bryant R. Riley

Bryant R. Riley,
President
RILEY INVESTMENT MANAGEMENT LLC
By: /s/ Bryant R. Riley

Bryant R. Riley, President
B. RILEY & CO., INC.
By: /s/ Bryant R. Riley

Bryant R. Riley, Trustee
B. RILEY & CO., INC. RETIREMENT TRUST
By: /s/ Bryant R. Riley

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).