

FUEL TECH, INC.  
Form SC 13G  
May 01, 2008

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. \_\_)\***  
**Fuel Tech, Inc.**

(Name of Issuer)  
Common Stock

(Title of Class of Securities)  
359523107

(CUSIP Number of Class of Securities)  
Jim Black  
Orrick, Herrington & Sutcliffe LLP  
405 Howard Street  
San Francisco, CA 94105  
(415) 773-5840

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)  
April 23, 2008

(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)

(Continued on following pages)  
(Page 1 of 10 Pages)

\* 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 disclosures provided in a prior cover page.

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).

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**SCHEDULE 13G**

CUSIP No. 359523107

**NAMES OF REPORTING PERSONS**

**1** I.R.S. Identification Nos. of above persons (entities only)  
Kevin Douglas

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

**5** SOLE VOTING POWER  
NUMBER OF -0-

**6** SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY 877,800 (1)

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON -0-

**8** SHARED DISPOSITIVE POWER  
WITH 1,254,000 (2)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,254,000

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

5.59%(3)

TYPE OF REPORTING PERSON

12

IN

- (1) Kevin Douglas and his wife, Michelle Douglas, hold 539,221 shares jointly as the beneficiaries and co-trustees of the Kevin and Michelle Douglas Trust. In addition, Kevin Douglas and Michelle Douglas are co-trustees of the James Douglas and Jean Douglas Irrevocable Descendants Trust, which holds 338,579 shares. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, Kevin Douglas disclaims ownership of

these shares  
except to the  
extent of his  
pecuniary  
interest therein.

- (2) Kevin Douglas has dispositive power with respect to 125,400 shares held by James E. Douglas, III and 250,800 shares held by the Douglas Family Trust, in addition to the shares held by the Kevin and Michelle Douglas Trust and by the James Douglas and Jean Douglas Irrevocable Descendants Trust. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, Kevin Douglas disclaims ownership of these shares except to the extent of his pecuniary interest therein.

- (3) Based on 22,415,064 shares of the Issuer's Common Stock outstanding as of February 4, 2008, as reported in its

report on Form  
10-K for the  
fiscal year  
ended  
December 31,  
2007.

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**SCHEDULE 13G**

CUSIP No. 359523107

**NAMES OF REPORTING PERSONS**

**1** I.R.S. Identification Nos. of above persons (entities only)  
Michelle Douglas

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

**5** SOLE VOTING POWER  
NUMBER OF -0-

**6** SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY 877,800 (1)

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON -0-

**8** SHARED DISPOSITIVE POWER  
WITH 877,800 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON



877,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

3.92%(2)

TYPE OF REPORTING PERSON

12

IN

- (1) Michelle Douglas and her husband, Kevin Douglas, hold 539,221 shares jointly as the beneficiaries and co-trustees of the Kevin and Michelle Douglas Trust. In addition, Michelle Douglas and Kevin Douglas are co-trustees of the James Douglas and Jean Douglas Irrevocable Descendants Trust, which holds 338,579 shares. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, Michelle Douglas disclaims

ownership of  
these shares  
except to the  
extent of her  
pecuniary  
interest therein.

- (2) Based on  
22,415,064  
shares of the  
Issuer's  
Common Stock  
outstanding as  
of January 31,  
2008, as  
reported in its  
report on Form  
10-K for the  
fiscal year  
ended  
December 31,  
2007.

**SCHEDULE 13G**

CUSIP No. 359523107

**NAMES OF REPORTING PERSONS**

**1** I.R.S. Identification Nos. of above persons (entities only)  
James E. Douglas, III

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

**5** SOLE VOTING POWER  
NUMBER OF 125,400

**6** SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY -0-

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON -0-

**8** SHARED DISPOSITIVE POWER  
WITH 125,400 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

125,400

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

0.56%(2)

TYPE OF REPORTING PERSON

12

IN

(1) Kevin Douglas has dispositive power with respect to 125,400 shares held by James E. Douglas, III.

(2) Based on 22,415,064 shares of the Issuer's Common Stock outstanding as of January 31, 2008, as reported in its report on Form 10-K for the fiscal year ended December 31, 2007.

**SCHEDULE 13G**

CUSIP No. 359523107

**NAMES OF REPORTING PERSONS**

**1** I.R.S. Identification Nos. of above persons (entities only)  
Douglas Family Trust (1)

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
California

**5** SOLE VOTING POWER  
NUMBER OF 250,800

**6** SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY -0-

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON -0-

**8** SHARED DISPOSITIVE POWER  
WITH 250,800 (2)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

250,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

1.12%(2)

TYPE OF REPORTING PERSON

12

OO

(1) James E. Douglas, Jr. and Jean A. Douglas, husband and wife, are co-trustees.

(2) Kevin Douglas has dispositive power with respect to 250,800 shares held by the Douglas Family Trust.

(3) Based on 22,415,064 shares of the Issuer's Common Stock outstanding as of January 31, 2008, as reported in its report on Form 10-K for the fiscal year ended December 31,

2007.

**SCHEDULE 13G**

CUSIP No. 359523107

**NAMES OF REPORTING PERSONS**

**1** I.R.S. Identification Nos. of above persons (entities only)  
James Douglas and Jean Douglas Irrevocable Descendants Trust (1)

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
California

**5** SOLE VOTING POWER  
NUMBER OF 338,579

**6** SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY -0-

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON 338,579

**8** SHARED DISPOSITIVE POWER  
WITH -0-

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON



338,579

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

1.51%(2)

TYPE OF REPORTING PERSON

12

OO

- (1) Kevin Douglas and Michelle Douglas, husband and wife, are co-trustees.
- (2) Based on 22,415,064 shares of the Issuer's Common Stock outstanding as of January 31, 2008, as reported in its report on Form 10-K for the fiscal year ended December 31, 2007.

**Item 1.**

- (a) Name of Issuer:  
Fuel Tech, Inc.
  
- (b) Address of Issuer's Principal Executive Offices:  
512 Kingsland Drive  
Batavia, Illinois 60510

**Item 2.**

- (1)(a) NAME OF PERSONS FILING:  
Kevin Douglas  
Michelle Douglas  
James E. Douglas, III
  
- (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:  
125 E. Sir Francis Drake Blvd., Ste 400  
Larkspur, CA 94939
  
- (c) CITIZENSHIP:  
United States
  
- (d) TITLE OF CLASS OF SECURITIES:  
Common Stock
  
- (e) CUSIP NUMBER:  
359523107
  
- (2)(a) NAME OF PERSONS FILING:  
Douglas Family Trust  
James Douglas and Jean Douglas Irrevocable Descendants Trust
  
- (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:  
125 E. Sir Francis Drake Blvd., Ste 400  
Larkspur, CA 94939
  
- (c) CITIZENSHIP:  
California
  
- (d) TITLE OF CLASS OF SECURITIES:  
Common Stock
  
- (e) CUSIP NUMBER:  
359523107

**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 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 association 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**

Reference is made to Rows 5-9 and 11 of each of the cover pages of this Schedule 13G and associated footnotes, which Rows and footnotes are incorporated by reference herein.

As of the date of the event which required the filing of this Schedule 13G, the Reporting Persons held directly the following number of shares of the Issuer's Common Stock:

REPORTING PERSON	COMMON STOCK DIRECTLY HELD
Kevin and Michelle Douglas (1)(2)	539,221
James E. Douglas, III (3)	125,400
Douglas Family Trust (4)	250,800
James Douglas and Jean Douglas Irrevocable Descendants Trust (5)	338,579
 Total	 1,254,000

(1) Kevin Douglas has (i) shared voting and shared dispositive power with respect to all 539,221 shares he holds jointly with his wife, Michelle Douglas, as the beneficiaries and co-trustees of the Kevin and Michelle Douglas Trust; (ii) shared dispositive power with respect to all 125,400 shares held directly by James E. Douglas, III and all 250,800 shares held directly by the Douglas Family Trust pursuant to written authorizations;

and (iii) shared voting and shared dispositive power, in his capacity as co-trustee, with respect to all 338,579 shares held directly by the James Douglas and Jean Douglas Irrevocable Descendants Trust. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, Kevin Douglas disclaims ownership of these shares except to the extent of his pecuniary interest therein.

- (2) Michelle Douglas has (i) shared voting and shared dispositive power with respect to all 539,221 shares she holds jointly with her husband, Kevin Douglas, as the beneficiaries and co-trustees of the Kevin and Michelle Douglas Trust and (ii) shared voting and shared dispositive power, in her

capacity as co-trustee, with respect to all 338,579 shares held directly by the James Douglas and Jean Douglas Irrevocable Descendants Trust. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, Michelle Douglas disclaims ownership of these shares except to the extent of her pecuniary interest therein.

(3) James E. Douglas, III has sole voting power with respect to all 125,400 shares he holds directly and has shared dispositive power along with Kevin Douglas with respect to all of such shares.

(4) The Douglas Family Trust has sole voting power with respect to all 250,800 shares it holds directly and has shared dispositive power with Kevin Douglas

with respect to  
all of such  
shares.

- (5) The James  
Douglas and  
Jean Douglas  
Irrevocable  
Descendants  
Trust has sole  
voting and sole  
dispositive  
power with  
respect to all  
338,579 shares  
it holds directly.

Each of the  
Reporting Persons  
hereunder may be  
deemed a member of  
a group within the  
meaning of  
Section 13(d)(3) of  
the Securities  
Exchange Act of  
1934, as amended  
(the Exchange Act ),  
or Rule 13d-5  
promulgated under  
the Exchange Act  
with one or more of  
the other Reporting  
Persons hereunder.  
Although the  
Reporting Persons  
are reporting such  
securities as if they  
were members of a  
group, the filing of  
this Schedule 13G  
shall not be  
construed as an  
admission by any

Reporting Person  
that such Reporting  
Person is a beneficial  
owner of any  
securities other than  
those directly held  
by such Reporting  
Person.

**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: o

**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**

Not applicable.

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

See Item 4 of this Schedule 13G and the Joint Filing Agreement attached hereto as Exhibit A.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

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.



**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 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Kevin Douglas

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Michelle Douglas

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
James E. Douglas, III

**DOUGLAS FAMILY TRUST**

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: James E. Douglas, Jr.  
Title: Trustee

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: Jean A. Douglas  
Title: Trustee

**JAMES DOUGLAS AND JEAN DOUGLAS  
IRREVOCABLE DESCENDANTS TRUST**

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: Kevin Douglas  
Title: Trustee

Date: April 30, 2008

By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: Michelle Douglas  
Title: Trustee



**EXHIBIT A**  
**JOINT FILING AGREEMENT**

This Joint Filing Agreement (this Agreement ) hereby confirms the agreement by and among all of the undersigned that the Schedule 13G to which this Agreement is attached as Exhibit A with respect to the beneficial ownership of the undersigned of shares of the common stock of Particle Drilling Technologies, Inc. is being filed on behalf of each of the undersigned. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Kevin Douglas

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Michelle Douglas

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
James E. Douglas, III

**DOUGLAS FAMILY TRUST**

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: James E. Douglas, Jr.  
Title: Trustee

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: Jean A. Douglas  
Title: Trustee

**JAMES DOUGLAS AND JEAN DOUGLAS  
IRREVOCABLE DESCENDANTS TRUST**

Date: April 30, 2008  
By: /s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact  
Name: Kevin Douglas  
Title: Trustee

Date: April 30, 2008  
By:

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/s/ Eileen Davis-Wheatman, as  
Attorney-in-Fact

Name: Michelle Douglas

Title: Trustee