

ADAMS EXPRESS CO
Form SC 13G/A
January 30, 2001

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)

THE ADAMS EXPRESS COMPANY

(Name of Issuer)

Common Stock

(Title of Class of Securities)

006212104

(CUSIP Number)

December 31, 2000

(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 ("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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1 Name of Reporting Person Erik E. Bergstrom
 IRS Identification No. of Above Person

2 Check the Appropriate Box if a member of a Group (a) []
 (b) [x]

3 SEC USE ONLY

4 Citizenship or Place of Organization USA

| | | | |
|--|---|--------------------------|-----------|
| NUMBER OF SHARES | 5 | Sole Voting Power | 0 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 | Shared Voting Power | 5,292,950 |
| | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 5,292,950 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person 5,292,950

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares [x]*

11 Percent of Class Represented by Amount in Row 9 6.4%

12 Type of Reporting Person IN

*See response to Item 4.

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1 Name of Reporting Person Erik E. Bergstrom Living Trust
 U/A Dated 12/6/74
 IRS Identification No. of Above Person

2 Check the Appropriate Box if a member of a Group (a) []
 (b) [x]

3 SEC USE ONLY

4 Citizenship or Place of Organization California

| | | | |
|--|---|--------------------------|-----------|
| NUMBER OF SHARES | 5 | Sole Voting Power | 0 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 | Shared Voting Power | 1,260,750 |
| | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 1,260,750 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person 1,260,750

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares []

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11 Percent of Class Represented by Amount in Row 9 1.5%
 12 Type of Reporting Person 00

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1 Name of Reporting Person Edith H. Bergstrom
 IRS Identification No. of Above Person

2 Check the Appropriate Box if a member of a Group (a) []
 (b) [x]

3 SEC USE ONLY

4 Citizenship or Place of Organization USA

| | | | |
|--|---|--------------------------|-------|
| NUMBER OF SHARES | 5 | Sole Voting Power | 0 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 | Shared Voting Power | 7,200 |
| | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 7,200 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person 7,200

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares []

11 Percent of Class Represented by Amount in Row 9 0.0%

12 Type of Reporting Person IN

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1 Name of Reporting Person Edith H. Bergstrom Living Trust
 U/A Dated 12/6/74
 IRS Identification No. of Above Person

2 Check the Appropriate Box if a member of a Group (a) []
 (b) [x]

3 SEC USE ONLY

4 Citizenship or Place of Organization California

| | | | |
|--|---|--------------------------|-------|
| NUMBER OF SHARES | 5 | Sole Voting Power | 0 |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 | Shared Voting Power | 7,200 |
| | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 7,200 |

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| | | |
|----|--|-------|
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person | 7,200 |
| 10 | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares | [] |
| 11 | Percent of Class Represented by Amount in Row 9 | 0.0% |
| 12 | Type of Reporting Person | 00 |

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| | | |
|----|--|----------------------------|
| 1 | Name of Reporting Person | Federal United Corporation |
| | IRS Identification No. of Above Person | |
| 2 | Check the Appropriate Box if a member of a Group | (a) [] (b) [x] |
| 3 | SEC USE ONLY | |
| 4 | Citizenship or Place of Organization | Delaware |
| | NUMBER OF SHARES | |
| | 5 Sole Voting Power | 0 |
| | BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | |
| | 6 Shared Voting Power | 250,000 |
| | 7 Sole Dispositive Power | 0 |
| | 8 Shared Dispositive Power | 250,000 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person | 250,000 |
| 10 | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares | [] |
| 11 | Percent of Class Represented by Amount in Row 9 | 0.3% |
| 12 | Type of Reporting Person | CO |

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| | | |
|---|--|---|
| 1 | Name of Reporting Person | Erik E. and Edith H. Bergstrom Foundation, Inc. |
| | IRS Identification No. of Above Person | |
| 2 | Check the Appropriate Box if a member of a Group | (a) [] (b) [x] |
| 3 | SEC USE ONLY | |
| 4 | Citizenship or Place of Organization | California |
| | NUMBER OF SHARES | |
| | 5 Sole Voting Power | 0 |
| | BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | |
| | 6 Shared Voting Power | 3,720,000 |

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| | | | |
|-------------------------------------|---|--|-----------|
| OWNED BY EACH REPORTING PERSON WITH | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 3,720,000 |
| 9 | | Aggregate Amount Beneficially Owned by Each Reporting Person | 3,720,000 |
| 10 | | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares | [] |
| 11 | | Percent of Class Represented by Amount in Row 9 | 4.5% |
| 12 | | Type of Reporting Person | CO |

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| | | | |
|----|---|--|--------------------|
| 1 | | Name of Reporting Person | Sharon's Trust |
| | | IRS Identification No. of Above Person | |
| 2 | | Check the Appropriate Box if a member of a Group | (a) [] (b) [x] |
| 3 | | SEC USE ONLY | |
| 4 | | Citizenship or Place of Organization | California |
| | 5 | NUMBER OF SHARES | 0 |
| | 6 | BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 55,000 |
| | 7 | Sole Dispositive Power | 0 |
| | 8 | Shared Dispositive Power | 55,000 |
| 9 | | Aggregate Amount Beneficially Owned by Each Reporting Person | 55,000 |
| 10 | | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares | [] |
| 11 | | Percent of Class Represented by Amount in Row 9 | 0.1% |
| 12 | | Type of Reporting Person | OO |

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Item 1(a). Name of Issuer:

The Adams Express Company

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

Seven St. Paul Street, Suite 1140,
Baltimore, Maryland 21202

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Item 2(a). Names of Persons Filing:

Erik E. Bergstrom
Erik E. Bergstrom Living Trust U/A Dated 12/6/74
Edith H. Bergstrom
Edith H. Bergstrom Living Trust U/A Dated 12/6/74
Federal United Corporation
Erik E. and Edith H. Bergstrom Foundation, Inc.
Sharon's Trust

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

The business address of Erik E. Bergstrom, Erik E. Bergstrom Living Trust U/A Dated 12/6/74, Edith H. Bergstrom, Edith H. Bergstrom Living Trust U/A Dated 12/6/74, and Federal United Corporation is P.O. Box 126, Palo Alto, California 94302. The business address of the Erik E. and Edith H. Bergstrom Foundation, Inc. is P.O. Box 520, Palo Alto, California 94302. The business address of Sharon's Trust is 13781 Strubel's Lane, Grass Valley, California 95949.

Item 2(c). Citizenship:

See Item(s) 4 to cover page.

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

Common Stock

Item 2(e). CUSIP Number:

006212104

Item 3. If this statement is filed pursuant to Sections 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).

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(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 Section 240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);

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(g) A parent holding company or control person in accordance with Section 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 Section 240.13d-1(b) (1) (ii) (J).

If this statement is filed pursuant to Section 240.13d-1(c), check this box.

Item 4. Ownership.

The following table specifies as of January 11, 2001 the number of shares of Common Stock as to which each person named in Item 2(a) has sole or shared power to vote or direct the vote or to dispose or direct the disposition, as well as the percentages such shares constitute of the Common Stock reported to be outstanding as of December 31, 2000.

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| Name (1) | Sole Voting and Dispositive Power | Shared Voting and Dispositive Power | Aggregate Number of Shares | Percentage of Outstanding Shares |
|---|-----------------------------------|-------------------------------------|----------------------------|----------------------------------|
| Erik E. Bergstrom | 0 | 5,292,950 (2) | 5,292,950 (2) | 6.4% (2) |
| Erik E. Bergstrom Living Trust U/A Dated 12/6/74 | 0 | 1,260,750 | 1,260,750 | 1.5% |
| Edith H. Bergstrom | 0 | 7,200 (3) | 7,200 (3) | 0.0% (3) |
| Edith H. Bergstrom Living Trust U/A Dated 12/6/74 | 0 | 7,200 | 7,200 | 0.0% |
| Federal United Corporation | 0 | 250,000 | 250,000 | 0.3% |
| Erik E. and Edith H. | 0 | 3,720,000 | 3,720,000 | 4.5% |

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Bergstrom
Foundation, Inc.

Sharon's Trust 0 55,000 55,000 0.1%

(1) The reporting persons may be deemed to be members of a "group" within the meaning of Section 13(d)(3) of the Act and the rules and regulations thereunder. Membership in such a group is hereby disclaimed.

(2) Consists of shares of Common Stock owned by the Erik E. Bergstrom Living Trust U/A Dated 12/6/74, Federal United Corporation, Erik E. and Edith H. Bergstrom Foundation, Inc. and Sharon's Trust. Does not include the shares owned by Edith H. Bergstrom and the Edith H. Bergstrom Living Trust U/A Dated 12/6/74. Pursuant to Rule 13d-4, Erik E. Bergstrom hereby disclaims beneficial ownership of all shares owned by Edith H. Bergstrom, the Edith H. Bergstrom Living Trust U/A Dated 12/6/74, Erik E. and Edith H. Bergstrom Foundation, Inc. and Sharon's Trust.

(3) Consists of 7,200 shares of Common Stock owned by the Edith H. Bergstrom Living Trust U/A Dated 12/6/74.

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Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

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 Exhibit 1.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below, each of the signatories certifies that, to the best of its 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

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connection with or as a participant in any transaction having that purpose or effect.

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/s/ Erik E. Bergstrom

Edith H. Bergstrom Living
Trust U/A Dated 12/6/74

Erik E. Bergstrom

/s/ Edith H. Bergstrom

By: /s/ Edith H. Bergstrom

Edith H. Bergstrom

Name: Edith H. Bergstrom
Title: Trustee

Erik E. and Edith H. Bergstrom Federal United Corporation
Foundation, Inc.

By: /s/ Erik E. Bergstrom

By: /s/ Erik E. Bergstrom

Name: Erik E. Bergstrom
Title: President

Name: Erik E. Bergstrom
Title: President

Erik E. Bergstrom Living Trust Sharon's Trust
U/A Dated 12/6/74

By: /s/ Erik E. Bergstrom

By: /s/ Erik E. Bergstrom

Name: Erik E. Bergstrom
Title: Trustee

Name: Erik E. Bergstrom
Title: Trustee

Dated: January 30, 2001

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Exhibit 1 - Identity of Group Members

Erik E. Bergstrom
Erik E. Bergstrom Living Trust U/A Dated 12/6/74
Edith H. Bergstrom
Edith H. Bergstrom Living Trust U/A Dated 12/6/74
Federal United Corporation
Erik E. and Edith H. Bergstrom Foundation, Inc.
Sharon's Trust