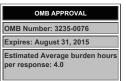
FORM D

Notice of Exempt Offering of Securities

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



1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	None None	Entity Type
0000076605			Corporation
Name of Issuer			C Limited Partnership
PATRICK INDUSTRIES INC			C Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
INDIANA			O Business Trust
Year of Incorporation/Organiza	tion		C Other
• Over Five Years Ago			
• Within Last Five Years (Specify Year)			
• Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer					
PATRICK INDUSTRIES INC					
Street Address 1		Stree	et Address 2		
107 WEST FRANKLIN STREET	F PO BOX 638				
City	State/Province/Country	у	ZIP/Postal Code	Phone I	No. of Issuer
ELKHART	INDIANA		46515	574-2	94-7511

# 3. Related Persons

Last Name	First Name	]	Middle Name
Street Address 1		Street Address 2	
55 Railroad Avenue			
City	State/Province/Cour	itry	ZIP/Postal Code
Greenwich	CONNECTICUT		06830
Relationship:	tive Officer	Director	Promoter
Clarification of Response (if Necessar	y)		
			v own a total of approximately 55% of right to appoint two board members to

4. Industry Group

# C Agriculture

### **Banking & Financial Services**

- C Commercial Banking
- C Insurance
- C Investing
- C Investment Banking

C Pooled Investment Fund

Other Banking & Financial C Services

#### C Business Services

### Energy

- C Coal Mining
- C Electric Utilities
- C Energy Conservation C Environmental Services
- C Oil & Gas
- C Other Energy

## C Retailing

- C Restaurants
  - Technology
- C Computers
- Pharmaceuticals C Other Health Care

Health Insurance

Hospitals & Physicians

Health Care

0

C

0

Manufacturing

Real Estate

0

C

C

0

C Commercial

Construction

Residential

**REITS & Finance** 

Other Real Estate

C

C

C

C Biotechnology

- **C** Telecommunications
  - C Other Technology

#### Travel

- C Airlines & Airports
- C Lodging & Conventions
- O Tourism & Travel Services
- O Other Travel

#### C Other

# 5. Issuer Size

#### **Revenue Range**

- C No Revenues
- C \$1 - \$1,000,000
- C \$1,000,001 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- \$25,000,001 \$100,000,000 C
- $\odot$ Over \$100,000,000
- C Decline to Disclose
- C Not Applicable

- Aggregate Net Asset Value Range
- 0 No Aggregate Net Asset Value
  - \$1 \$5,000,000
  - \$5,000,001 \$25,000,000
  - \$25,000,001 \$50,000,000
- C \$50,000,001 - \$100,000,000
- 0 Over \$100,000,000
- C Decline to Disclose
- 0 Not Applicable

<ol><li>Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)</li></ol>					
Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505				
Rule 504 (b)(1)(i)	Rule 506(b)				
Pulo 504 (b)(1)(ii)	<b>—</b>				

1	Rule 504 (b)(1)(1)	L Rule 506(c)
	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
		Investment Company Act Section 3(c)
	l1L	



Amendment

П

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

C Yes O No

# 9. Type(s) of Securities Offered (select all that apply)

**Pooled Investment Fund** Equity Interests

Tenant-in-Common Securities 🔽 Debt

Γ	Mineral Property Securities	•	Option, Warrant Acquire Another
	Construction to the Association of Theorem		

or Other Right to Security

Security to be Acquired Upon Exercise of Option, Warrant or D Other (describe) Other Right to Acquire Security

1

10. Business Combination Transaction
Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?
Clarification of Response (if Necessary)
11. Minimum Investment
Minimum investment accepted from any outside s 2500000 USD
12. Sales Compensation
Recipient CRD Number 🔲 None
(Associated) Broker or Dealer I None (Associated) Broker or Dealer CRD None Number
Street Address 1 Street Address 2
City State/Province/Country ZIP/Postal Code
State(s) of Solicitation

# 13. Offering and Sales Amounts

Total Offering Amount	\$ 5000000	USD	🗖 Indefinite
Total Amount Sold	\$ 5000000	USD	
Total Remaining to be Sold	\$ 0	USD	Indefinite

Clarification of Response (if Necessary)

\$5 million aggregate principal amount of Secured Senior Subordinated Notes and Warrants to purchase 250,000 shares of common stock at an exercise price of \$0.01 per share.

# 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Г Number of such non-accredited investors who already have invested in the



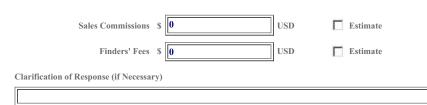
offering Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total



# 15. Sales Commissions & Finders' Fees Expenses

number of investors who already have invested in the offering:

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.



# 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

	\$ 0	USD	Estimate
Clarification of Response (if Necessary)			

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
PATRICK INDUSTRIES INC	/s/ Andy L. Nemeth	Andy L. Nemeth	Executive Vice President-Finance and Chief Financial Officer	2011-04-12