

KOPIN MITCHELL P
Form SC 13G/A
February 13, 2002

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**SCHEDULE 13G/A
(13d-102)**

**Information Statement Pursuant to Rules 13d-1 and 13d-2
Under the Securities Exchange Act of 1934
(Amendment No. 2)(1)**

DATA RACE, INC.

(Name of Issuer)

Common Stock, No par value

(Title of Class of Securities)

237842109

(CUSIP Number)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

// Rule 13d-1(b)

/x/ Rule 13d-1(c)

// Rule 13d-1(d)

(1)

The remainder of this cover page shall be filed 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).

CUSIP No. 237842109

Page 2 of 9 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Cranshire Capital, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) /x/ (b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois limited partnership
U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

-0-

6 SHARED VOTING POWER

3,685,843 shares of Common Stock (See Item 4)

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,685,843 shares of Common Stock (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,685,843 shares of Common Stock (See Item 4)

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

See Item 4

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.9% (See Item 4)

12 TYPE OF REPORTING PERSON*

PN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

2

CUSIP No. 237842109

Page 3 of 9 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Downsview Capital, Inc.

2 CHECK THE APPROPRIATE BOX IF (a) /x/
A MEMBER OF A GROUP* (b) //

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois corporation
U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

-0-

6 SHARED VOTING POWER

3,685,843 shares of Common Stock (See Item 4)

7 SOLE DISPOSITIVE POWER

-0-

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See Item 4

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.9% (See Item 4)

12 TYPE OF REPORTING PERSON*

CO

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3

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NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Protius Overseas Limited

2 CHECK THE APPROPRIATE BOX IF (a) /x/
A MEMBER OF A GROUP* (b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Isle of Man

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH
REPORTING PERSON WITH

5 SOLE VOTING POWER

-0-

6 SHARED VOTING POWER

3,685,843 shares of Common Stock (See Item 4)

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-0-

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See Item 4

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.9% (See Item 4)

12 TYPE OF REPORTING PERSON*

CO

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Mitchell P. Kopin

2 CHECK THE APPROPRIATE BOX IF (a) /x/
A MEMBER OF A GROUP* (b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH
REPORTING PERSON WITH

5 SOLE VOTING POWER

-0-

6 SHARED VOTING POWER

3,685,843 shares of Common Stock (See Item 4)

7 SOLE DISPOSITIVE POWER

-0-

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See Item 4

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9.9% (See Item 4)

12 TYPE OF REPORTING PERSON*

IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

Item 1(a). Name of Issuer:

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Data Race, Inc. (the "Company")

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

6509 Windcrest Drive, Suite 120, Plano, Texas 75024

Item 2(a). Name of Person Filing
Item 2(b). Address of Principal Business Office or, if None, Residence
Item 2(c). Citizenship

Cranshire Capital, L.P.
666 Dundee Road, Suite 1901
Northbrook, IL 60062
Illinois limited partnership

Downsview Capital, Inc.
666 Dundee Road, Suite 1901
Northbrook, IL 60062
Illinois corporation

Protius Overseas Limited
P.O. Box 17512-14
Finch Road Douglas
Isle of Man, IM99
Isle of Man limited company

Mitchell P. Kopin
666 Dundee Road, Suite 1901
Northbrook, IL 60062
U.S. Citizen

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

Common Stock, no par value, of the Company ("Common Stock")

Item 2(e). CUSIP Number:

237842109

Item 3. If this Statement is Filed Pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the persons filing are:

- (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 advisor 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 (c)(14) of the Investment Company Act;

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-
- (j) // Group, in accordance with Rule 13d-1(b)(1)(ii)(J);

If this statement is filed pursuant to Rule 13d-1(c), check this box. /x/

Item 4. Ownership.

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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:

3,685,843 shares of Common Stock*

(b) Percent of class:

9.9%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote 0

(ii) Shared power to vote or direct the vote 3,685,843*

(iii) Sole power to dispose or to direct the disposition of 0

(iv) Shared power to dispose or to direct the disposition of 3,685,843*

* The beneficial ownership reported by the Reporting Persons excludes certain warrants which the Reporting Persons are contractually restricted from exercising at this time. The Reporting Persons cannot exercise such warrants so long as the Reporting Persons would be deemed "beneficial owners" of more than 9.9% of the Common Stock following such conversion.

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.

NOT APPLICABLE

Item 9. Notice of Dissolution of Group.

NOT APPLICABLE

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Item 10. Certification.

By signing below, each of the undersigned certify 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 connection with or as a participant in any transaction having such purpose of effect.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

February 13, 2001
(Date)

CRANSHIRE CAPITAL, L.P.

By: Downsvew Capital, Inc., its General Partner

By: /s/ MITCHELL P. KOPIN

Mitchell P. Kopin, President

DOWNSVIEW CAPITAL, INC.

By: /s/ MITCHELL P. KOPIN

Mitchell P. Kopin, President

PROTIUS OVERSEAS LIMITED

By: /s/ GORDON J. MUNDY

Gordon J. Mundy

MITCHELL P. KOPIN

By: /s/ MITCHELL P. KOPIN

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QuickLinks

SIGNATURE