

SANTA BARBARA RESTAURANT GROUP INC
Form SC 13D/A
September 06, 2001

1

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

AMENDMENT TO

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934

SANTA BARBARA RESTAURANT GROUP, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)
801378 10 0
(CUSIP Number)

MICHAEL C. LOWTHER
CHIEF EXECUTIVE OFFICER
AMERICAN NATIONAL FINANCIAL, INC.
1111 EAST KATELLA AVENUE, SUITE 220
ORANGE, CA 92867
TELEPHONE: 714/289-4300
(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

COPIES TO:
C. CRAIG CARLSON, ESQ.
STRADLING YOCCA CARLSON & RAUTH
660 NEWPORT CENTER DRIVE, SUITE, 1600
NEWPORT BEACH, CA 92660
TELEPHONE: (949) 725-4000

MARCH 29, 2001
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []

2

SCHEDULE 13D

CUSIP NO. 801378 10 0

PAGE 2 OF 8 PAGES

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

American National Financial, Inc. 33-0731548

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS
N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

California

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
		656,453
	8	SHARED VOTING POWER
		-0-
	9	SOLE DISPOSITIVE POWER
		656,453
	10	SHARED DISPOSITIVE POWER
		-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

656,453

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES []

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

5.0%

14 TYPE OF REPORTING PERSON

CO

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ITEM 1. SECURITY AND ISSUER

The class of equity securities to which this Amendment to Statement on Schedule 13D (the "Statement") relates is the common stock, par value \$.08 per share (the "Common Stock"), of Santa Barbara Restaurant Group, Inc., a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 3938 State Street, Suite 200, Santa Barbara, California 93105.

ITEM 2. IDENTITY AND BACKGROUND

This Statement is being filed by American National Financial, Inc., a California corporation ("ANFI"). The principal executive offices of ANFI are located at 1111 East Katella Avenue, Suite #220, Orange, California, 92867. ANFI is engaged in the title insurance industry.

Information regarding the directors and executive officers of ANFI is set forth on Schedule I attached hereto, which is hereby incorporated by reference. All of the directors and executive officers of ANFI are citizens of the United States.

During the last five years, neither ANFI nor, to the last knowledge of ANFI, any person named in Schedule I attached hereto has been (a) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (b) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

On March 29, 2001, ANFI sold 1,000,000 shares of the Company's Common Stock back to the Company for \$2,000,000.

ITEM 4. PURPOSE OF TRANSACTION

The primary purposes of the sale by ANFI of the Company's Common Stock is to realize liquidity on part of its investment in the Company.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

After the sale described above, ANFI beneficially owns 656,453 shares of Common Stock of the Company.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

There are no contracts, arrangements, understandings or relationships (legal or otherwise) between ANFI and the Company and any other person with respect to any securities of the Company, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures,

3

4

loan or option arrangements, put or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

None.

4

5

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: September 5, 2001

AMERICAN NATIONAL FINANCIAL, INC.

By: /s/ Hilary B. Burkemper

Name: Hilary B. Burkemper

Title: Assistant Corporate Secretary

5

6

SCHEDULE I

DIRECTORS AND EXECUTIVE OFFICERS OF THE REPORTING PERSON

The names, present principal occupations and business addresses of the directors and executive officers of American National Financial, Inc. ("ANFI") are set forth below. If no address is given, the director's or executive officer's business address is that of ANFI. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to ANFI. Each of the named individuals is a citizen of the United States.

DIRECTORS:

Name ----	Principal Occupation -----	Business Address -----
Michael C. Lowther	Chairman of the Board and Chief Executive Officer	
William P. Foley, II	Chairman of the Board and Chief Executive Officer, Fidelity National Financial, Inc.	
Wayne D. Diaz	President	
Carl A. Strunk	Executive Vice President and Chief Financial Officer	

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Barbara A. Ferguson	Executive Vice President
Bruce Elieff	Principal, Sun Cal Companies
Matthew K. Fong	Attorney, Sheppard, Mullin, Richter & Hampton LLP
Bruce L. Nelson	Chairman of the Board, Roundtree Capital Corporation

6

7

EXECUTIVE OFFICERS:

Name -----	Principal Occupation -----	Business Address -----
Michael C. Lowther	Chairman of the Board and Chief Executive Officer	
Wayne D. Diaz	President	
Carl A. Strunk	Executive Vice President and Chief Financial Officer	
Barbara A. Ferguson	Executive Vice President	

7