

Edgar Filing: LA CRESTA INTERNATIONAL TRADING INC - Form SC 13G/A

LA CRESTA INTERNATIONAL TRADING INC
Form SC 13G/A
February 14, 2006

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 4)

VOCALTEC COMMUNICATIONS LTD.
(Name of Issuer)

Ordinary Shares, par value NIS 0.01 per share
(Title of Class of Securities)

928568102
(CUSIP Number)

December 31, 2005
(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).

CUSIP No. 928568102

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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
La Cresta International Trading Inc.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Panama

5 SOLE VOTING POWER SHARES
NUMBER OF SHARES 17,738

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH -0-

7 SOLE DISPOSITIVE POWER
17,738

8 SHARED DISPOSITIVE POWER
- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
17,738

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.004%

12 TYPE OF REPORTING PERSON
CO

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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Ami Tal

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Israel

5 SOLE VOTING POWER SHARES
NUMBER OF SHARES -0-

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 17,738

7 SOLE DISPOSITIVE POWER

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PERSON -0-
WITH -----

8 SHARED DISPOSITIVE POWER
17,738

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
17,738

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN []
SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.004%

12 TYPE OF REPORTING PERSON
IN

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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Elon Ganor

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Israel

NUMBER OF 5 SOLE VOTING POWER SHARES
SHARES 577

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER
EACH 17,738

REPORTING PERSON 7 SOLE DISPOSITIVE POWER
WITH 577

8 SHARED DISPOSITIVE POWER
17,738

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,315

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN []
SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.004%

12 TYPE OF REPORTING PERSON
IN

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Item 1(a). Name of Issuer:

VocalTec Communications Ltd. (the "Company")

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

2 Maskit Street, Herzliya 46733, Israel.

Item 2(a). Name of Person Filing:

This Schedule is filed by (a) La Cresta International Trading Inc. ("La Cresta"), (b) Elon Ganor ("Ganor") and (c) Ami Tal ("Tal"). Such parties are referred to herein as the "Reporting Parties." Any disclosures made herein with respect to persons other than the Reporting Parties are made upon information and belief.

La Cresta is a corporation incorporated in Panama. 50% of the share capital of La Cresta is owned by Ganor and 50% of the share capital of La Cresta is owned by Tal. As a result of these relationships, each of Ganor and Tal may be deemed to be the beneficial owners of the Ordinary Shares held by La Cresta. Each of Ganor and Tal disclaims beneficial ownership of the Ordinary Shares of the Company referred to in this filing.

Ganor is a member of the Board of Directors of the Company. Ganor and Tal are brothers-in-law.

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

The principal business addresses of the Reporting Parties are as follows:

La Cresta, c/o L.C.I.T. S.A., Dufourstrasse 131, P.O.B. 219 Zurich 8034 Switzerland.

Ganor: Elon A. Ganor, 5A Shlomo Hanelech Street, Herzelya, 46710, Israel.

Tal: Ami Tal, 4 Hertzal Rosenblum Street, Tel Aviv, 69379, Israel.

Item 2(c). Citizenship:

La Cresta is a Panamanian corporation. Ganor and Tal are Israeli citizens.

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

Ordinary Shares, par value NIS 0.01 per share.

Item 2(e). CUSIP Number:

928568102

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:

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Not Applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

- (i) By La Cresta: 17,738
- (ii) By Ganor: 18,315
- (iii) By Tal: 17,738

(b) Percent of class:

- (i) La Cresta: 0.004%
- (ii) Ganor: 0.004%
- (iii) Tal: 0.004%

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

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

- A. La Cresta: 17,738
- B. Ganor: 577
- C. Tal: -0-

(ii) Shared power to vote or to direct the vote:

- A. La Cresta: - 0 -
- B. Ganor: 17,738
- C. Tal: 17,738

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

- A. La Cresta: 17,738
- B. Ganor: 577
- C. Tal: -0-

(iv) Shared power to dispose or to direct the disposition of:

- A. La Cresta: - 0 -
- B. Ganor: 17,738
- C. Tal: 17,738

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

Check the box if this statement is being filed to report the fact that as of the date hereof each of the Reporting Parties has ceased to be the beneficial owner of more than five percent of the class of securities.

X

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 or Control Person.

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group.

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Not Applicable.

Item 10. Certifications.

Not Applicable.

SIGNATURE

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

Date: February 14, 2006

LA CRESTA INTERNATIONAL TRADING INC.

By: /s/ Ami Tal

Name: Ami Tal

Title: President

ELON GANOR

/s/ Elon Ganor

AMI TAL

/s/ Ami Tal
