

Street Address 1

City

16941 Keegan Avenue

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

OMB APPROVAL

OMB Number: 3235-0076

Expires: August 31, 2015

Estimated Average burden hours per response: 4.0

	Washington, D.C.	Estimated Average burden hours per response: 4.0
	<u>.</u>	
1. Issuer's Iden		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001378950		© Corporation
Name of Issuer	de Tura	C Limited Partnership
U.S. Auto Parts Networ	K, Inc.	C Limited Liability Company
Incorporation/Organizat	ion	C General Partnership
DELAWARE		C Business Trust
Year of Incorporation/	Organization	C Other
• Over Five Years Ago Within Last Five Yea		
(Specify Year)	rs	
C Yet to Be Formed		
2 Princinal Pla	ce of Business and Contact Inf	formation
Name of Issuer	oe of Business and Contact in	omadon
U.S. Auto Parts Networ	k, Inc.	
Street Address 1	Street Address 2	
16941 KEEGAN AVE		
City	State/Province/Country ZIP/Postal	Code Phone No. of Issuer
CARSON	CALIFORNIA 90746	(310) 735-0085
3. Related Pers	sons	
Last Name	First Name	Middle Name
Evangelist	Shane	
Street Address 1	Street Address 2	
16941 Keegan Avenu		
City	State/Province/Country	ZIP/Postal Code
Carson	CALIFORNIA	90746
Relationship:	Executive Officer Director	Promoter
Clarification of Response	e (if Necessary)	"
Tresponse		
<u>L</u>		
Last Name	First Name	Middle Name
Majteles	Robert	
1		= 1

Street Address 2

ZIP/Postal Code

State/Province/Country

Carson	CALIFO	PRNIA	90746	
D. J. dianakina	F	F Director	E p	
Relationship:	Executive Officer	☑ Director	Promoter	
Clarification of Respo	onse (if Necessary)			
Last Name	First Nam	e	Middle Name	
Berman	Joshua			
Street Address 1		Street Addres	s 2	
16941 Keegan Ave	nue			
City	State/Prov	ince/Country	ZIP/Postal Code	
Carson	CALIFO	PRNIA	90746	
Relationship:	Executive Officer	✓ Director	Promoter	
Clarification of Respo	onse (if Necessary)			
1-				
Last Name	First Nam	e	Middle Name	
Harman	Fredric			
Street Address 1		Street Addres	s 2	
16941 Keegan Ave	enue			
City		ince/Country	ZIP/Postal Code	
Carson	CALIFO		90746	
Curson				
,				
Relationship		I see		
Relationship:	Executive Officer	☑ Director	Promoter	
	Executive Officer	I see		
	Executive Officer	I see		
	Executive Officer	I see		
	Executive Officer	I see		
Clarification of Respo	Executive Officer onse (if Necessary) First Nam	□ Director		
Clarification of Respo	Executive Officer	□ Director	Promoter	_
Clarification of Respo	Executive Officer onse (if Necessary) First Nam	□ Director	Middle Name	_
Clarification of Respo	Executive Officer onse (if Necessary) First Nam	Director	Middle Name	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol	Director	Middle Name	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol	e Street Addres	Middle Name	_
Clarification of Responsible Last Name Khazani Street Address 1 16941 Keegan Ave	Executive Officer onse (if Necessary) First Nam Sol State/Prov	e Street Addres	Middle Name S 2 ZIP/Postal Code	
Clarification of Responsible Last Name Khazani Street Address 1 16941 Keegan Ave	Executive Officer onse (if Necessary) First Nam Sol State/Prov	e Street Addres	Middle Name S 2 ZIP/Postal Code	_
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer	e Street Addres ince/Country	Middle Name s 2 ZIP/Postal Code 90746	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer	e Street Addres ince/Country	Middle Name s 2 ZIP/Postal Code 90746	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer	e Street Addres ince/Country	Middle Name s 2 ZIP/Postal Code 90746	
Last Name Khazani Street Address 1 16941 Keegan Ave City Carson	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer	e Street Addres ince/Country	Middle Name s 2 ZIP/Postal Code 90746	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer onse (if Necessary)	e Street Addres ince/Country DRNIA Director	Middle Name S 2 ZIP/Postal Code 90746 Promoter	
Clarification of Responsible Last Name Khazani Street Address 1 16941 Keegan Ave City Carson Relationship: Clarification of Responsible Last Name	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer onse (if Necessary)	e Street Addres ince/Country DRNIA Director	Middle Name s 2 ZIP/Postal Code 90746	
Clarification of Respo	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer onse (if Necessary)	e Street Addres ince/Country Director	Middle Name S 2 ZIP/Postal Code 90746 Promoter Middle Name	
Clarification of Responsible Last Name Khazani Street Address 1 16941 Keegan Ave City Carson Relationship: Clarification of Responsible Last Name Phelps III Street Address 1	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer onse (if Necessary) First Nam Warren	e Street Addres ince/Country DRNIA Director	Middle Name S 2 ZIP/Postal Code 90746 Promoter Middle Name	
Clarification of Responsible Last Name Khazani Street Address 1 16941 Keegan Ave City Carson Relationship: Clarification of Responsible Last Name	Executive Officer onse (if Necessary) First Nam Sol CALIFO Executive Officer onse (if Necessary) First Nam Warren	e Street Addres ince/Country Director	Middle Name S 2 ZIP/Postal Code 90746 Promoter Middle Name	

Carson	CALIFORNIA 90746
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Relationship:	☐ Executive Officer ☐ Director ☐ Promoter
	Marine Ma
Clarification of Resp	onse (if Necessary)
Last Name	First Name Middle Name
Siminoff	Ellen
Street Address 1	Street Address 2
16941 Keegan Av	enue
City	State/Province/Country ZIP/Postal Code
Carson	CALIFORNIA 90746
Relationship:	Executive Officer Director Promoter
Clarification of Resp	onse (if Necessary)
Ciai incación of icesp	mse (ii : recessing)
Last Name	First Name Middle Name
Robson	David
Street Address 1	Street Address 2
16941 Keegan Av	enue
City	State/Province/Country ZIP/Postal Code
Carson	CALIFORNIA 90746
Relationship:	Executive Officer Director Promoter
Keiationsiiip.	Executive Officer Director Tromoter
Clarification of Resp	onse (if Necessary)
Last Name	First Name Middle Name
Coleman	Aaron
Street Address 1	Street Address 2
16941 Keegan Av	
City	State/Province/Country ZIP/Postal Code
Carson	CALIFORNIA 90746
Relationship:	Executive Officer Director Promoter
	401
Clarification of Resp	Onse (if Necessary)
Last Name	First Name Middle Name
Akhavan	Houman
Street Address 1	Street Address 2
16941 Keegan Av	
City	State/Province/Country ZIP/Postal Code

Carson		CALIFORNI	[A	90746	
Relationship:	Execu	tive Officer	☐ Director	Promoter Promoter	
larification of Respon	ise (if Necessai	-y)			
*					
					_
ast Name		First Name		Middle Name	
Fischer		Charles			
treet Address 1			Street Address 2		-
16941 Keegan Aven	iue				
City		State/Province		ZIP/Postal Code	
Carson		CALIFORNI	lA	90746	
Relationship:	Execu	tive Officer	☐ Director	Promoter	
	(463)				
larification of Respon	ise (if Necessai	·y)			
					_
. Industry Gr	oup				
- Agriculture		Health C		© Retailing	
Banking & Financi	ial Services	7020	technology alth Insurance	Restaurants	
C Commercial Ba	anking	200	pitals & Physicians	Technology	
C Insurance		2000	rmaceuticals	Computers	
C Investing		C Oth	er Health Care	C Telecommunications	
C Investment Bar				Other Technology	
C Pooled Investm					
Other Banking C Services	& Financial	C Manufac	.t.uina	Travel C Airlines & Airports	
Business Services		Real Est	S	C Lodging & Convention	ns
Energy		P0000	nmercial	O Tourism & Travel Ser	
C Coal Mining		C Cor	struction	O Other Travel	
C Electric Utilitie	es	C RE	ITS & Finance	O Other	
C Energy Conser	vation	C Res	idential		
C Environmental	Services	C Oth	er Real Estate		
Oil & Gas					
C Other Energy					
5. Issuer Size	;				
Revenue Range			Aggregate Net A	sset Value Range	
No Revenues			C No Aggr	egate Net Asset Value	
\$1 - \$1,000,000			C \$1 - \$5,0	00,000	
\$1,000,001 - \$5	5,000,000		C \$5,000,0	01 - \$25,000,000	
\$5,000,001 - \$2	5,000,000		C \$25,000,	001 - \$50,000,000	
\$25,000,001 - \$	100,000,000		C \$50,000,	001 - \$100,000,000	
Over \$100,000.	,000		C Over \$10	00,000,000	
Decline to Disc	elose		C Decline	to Disclose	

C Not Applicable	Not Applicable
0.5.1.15	() 15 1 : () 21 : 1/ 1 / 11/1
apply)	on(s) and Exclusion(s) Claimed (select all that
Rule 504(b)(1) (not (i), (ii) or (iii))	□ Rule 505
Rule 504 (b)(1)(i)	Rule 506(b)
Rule 504 (b)(1)(ii)	Rule 506(c)
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
	☐ Investment Company Act Section 3(c)
7 T CEW	
7. Type of Filing	
New Notice Date of Fin	rst Sale 2013-03-25 First Sale Yet to Occur
Amendment	
8. Duration of Offeri	ng
Does the Issuer intend this offerin	g to last more than one year?
9. Type(s) of Securi	ties Offered (select all that apply)
Pooled Investment Fund	Equity
Interests Tenant-in-Common Securities	The state of the s
Mineral Property Securities	Option, Warrant or Other Right to
Security to be Acquired Upo	10.00
Exercise of Option, Warrant Other Right to Acquire Secu	
10 Dusings Combi	notion Transaction
10. Business Combi	56.5 d
transaction, such as a merger, acc	Yes
Clarification of Response (if Nece	ssary)
11. Minimum Investi	ment
Minimum investment accepted fr	om any outside
investor	S USD
12. Sales Compensa	ation
Recipient	Recipient CRD Number None
Jeffrey M. Ng	4154330
(Associated) Broker or Dealer	None (Associated) Broker or Dealer CRD None Number
Roth Capital Partners, LLC	15407
Street Address 1	Street Address 2

888 San Clemente Drive	Suite 150	
City	State/Province/Country	ZIP/Postal Code
Newport Beach	CALIFORNIA	92660
State(s) of Solicitation	Foreign/Non-US	
CALIFORNIA		
40. 0((, ', , , , ,) 0 , , , , , ,	. 1 .	
13. Offering and Sales Amo	Dunts	
Total Offering Amount \$\\ \begin{align*} \frac{6017495}{\end{align*}} \end{align*}	USD Indefinite	
Total Amount Sold \$ 6017495	USD	
Total Remaining to be	USD Indefinite	
Sold		
Clarification of Response (if Necessary)		
14. Investors		
14. 1117631013		
	_	
do not qualify as accredited investor		
Number of such non-accredited inve	stors who already have invested in the	
9	he offering have been or may be sold to	5
persons who do not qualify as accred of investors who already have investor	lited investors, enter the total number ed in the offering:	
15. Sales Commissions & F	Finders' Fees Expenses	
Provide separately the amounts of sales comm expenditure is not known, provide an estimate		the amount of an
Sales Commissions \$ 3491	71 USD 🔲 1	Estimate
Finders' Fees \$	USD 🔲 1	Estimate
Clarification of Response (if Necessary)		
16. Use of Proceeds		
Provide the amount of the gross proceeds of the	~ ^	
any of the persons required to be named as ex If the amount is unknown, provide an estimate		esponse to item 3 above.
	\$ OUSD	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.

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 this notice is filed.
- 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
U.S. Auto Parts Network, Inc.	/s/ Bryan Stevenson	Bryan Stevenson	Vice President and General Counsel	2013-04-09