

STOCKHOUSE INC
Form 3
September 11, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| PEAK6 LLC | | (Month/Day/Year) | STOCKHOUSE INC [STKH] | |
| (Last) | (First) | (Middle) | 09/10/2008 | |
| 141 W. JACKSON BLVD., # | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 500 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| CHICAGO, IL 60604 | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 4,000,000 | I | By PEAK6 Capital Management LLC <u>(1)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|---------------------------|--------------|----------------------------|---------------------|---------------------------------------|--|
| Series A Preferred Stock ⁽²⁾ | 11/09/2008 | 05/13/2010 ⁽³⁾ | Common Stock | 6,600,660 ⁽⁴⁾ | \$ 0 ⁽⁵⁾ | I | By PEAK6 Capital Management LLC ⁽¹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PEAK6 LLC 141 W. JACKSON BLVD. # 500 CHICAGO, IL 60604 | ^ | ^ X | ^ | ^ |
| PEAK6 Investments, L.P. 141 W. JACKSON BLVD. # 500 CHICAGO, IL 60604 | ^ | ^ X | ^ | ^ |
| PEAK6 Capital Management 141 W. JACKSON BLVD. # 500 CHICAGO, IL 60604 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|--|------------|
| /s/ Matthew N. Hulsizer for PEAK6 INVESTMENTS, L.P. ** | 09/11/2008 |
| **Signature of Reporting Person | Date |
| /s/ Matthew N. Hulsizer for PEAK6, LLC ** | 09/11/2008 |
| **Signature of Reporting Person | Date |
| /s/ Matthew N. Hulsizer for PEAK6 CAPITAL MANAGEMENT, LLC ** | 09/11/2008 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - (1) Common Stock of the issuer is owned directly by PEAK6 Capital Management LLC ("PEAK6 Capital"), a Delaware Limited Liability Company that is a registered securities dealer. PEAK6 LLC, a Delaware Limited Liability Company and PEAK6 Investments, L.P. ("PEAK6 Investments"), a Delaware Limited Partnership are the parent holding companies of PEAK6 Capital and may be deemed to be the beneficial owners of the securities beneficially owned by PEAK6 Capital. PEAK6 LLC and PEAK6 Investments disclaim beneficial ownership of the Common Stock of the issuer, except to the extent of any direct or indirect pecuniary interest therein.
 - (2) Shares of Series A Preferred Stock are convertible into shares of Common Stock beginning November 9, 2008 (180 days after the date of issuance).
 - (3) All unconverted shares of Series A Preferred Stock automatically convert into shares of Common Stock 24 months after the date of issuance.

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- (4) The Series A Preferred Stock held by the Reporting Persons is subject to a restriction on conversion that precludes any the exercise of any conversion rights to the extent that, as a result of such conversion, any Reporting Person would beneficially own (as determined in accordance with Section 13(d) of the Securities Exchange Act of 1934, as amended, and Rule 13d-3 thereunder) 20 percent or more of the Common Stock of the issuer, after giving effect to such conversion.
- (5) Each share of Series A Preferred Stock is convertible, without the payment of any additional consideration.

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Remarks:

**Â MatthewÂ N.Â HulsizerÂ isÂ theÂ ManagingÂ MemberÂ ofÂ PEAK6Â LLC,Â whichÂ isÂ theÂ GeneralÂ PartnerÂ o

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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