KFX INC Form 3 December 10, 2004

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 *

Â Imbler James Patrick

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

12/01/2004

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

KFX INC [KFX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

55 MADISON

STREET, Â SUITE 745

(Street)

(Check all applicable) Director

_X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

DENVER, COÂ 80206

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

Ownership

Sr. VP of Business Development

Form: Direct (D)

SEC 1473 (7-02)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

or Indirect

(I) (Instr. 5)

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

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(Instr. 4)

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

Conversion or Exercise Price of

4.

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

(Instr. 5)

Stock Options (Right to Buy) 09/14/2004 09/13/2007 Common Stock 25,000 \$ 8.34 D Â

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Imbler James Patrick
55 MADISON STREET
SUITE 745
DENVER, COÂ 80206

Relationships
Other

Signatures

James P. Imbler 12/09/2004

**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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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