

BOOTS & COOTS INTERNATIONAL WELL CONTROL INC

Form S-8

September 28, 2004

As filed with the Securities and Exchange Commission on September 28, 2004
Registration Statement No. 333-

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

BOOTS & COOTS INTERNATIONAL WELL CONTROL, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation or organization)

11-2908692
(I.R.S. Employer Identification No.)

11615 N. HOUSTON ROSSLYN
HOUSTON, TEXAS
(Address of principal executive offices)

77086
(Zip Code)

BOOTS & COOTS INTERNATIONAL WELL CONTROL, INC.
2004 LONG TERM INCENTIVE PLAN
(Full title of the Plan)

BRIAN KEITH
CORPORATE SECRETARY
11615 N. HOUSTON ROSSLYN
HOUSTON, TEXAS 77086
(281) 931-8884
(Name, address and telephone number of agent for service)

Copy to:
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333 CLAY STREET, SUITE 3300
HOUSTON, TEXAS 77002
(713) 654-8111

CALCULATION OF REGISTRATION FEE

Title of securities to be registered	Amount to be registered(1)	Proposed maximum offering price per share(2)	Proposed maximum aggregate offering price(3)
Common Stock, par value \$.00001 per share	6,000,000 shares	\$ 0.79	\$ 4,740,000