

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)**

Active Power, Inc.

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

00504W 10 0

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(CUSIP Number)

December 31, 2002

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(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)

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only). Joseph F. Pinkerton, III

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2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization USA

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5. Sole Voting Power	5,294,601
	6. Shared Voting Power	none
	7. Sole Dispositive Power	5,294,601
	8. Shared Dispositive Power	none

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9. Aggregate Amount Beneficially Owned by Each Reporting Person 5,294,601

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

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11. Percent of Class Represented by Amount in Row (9) 12.7%

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12. Type of Reporting Person (See Instructions) IN

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**Item 1.**

- |   |   |
|---|---|
| (a) Name of Issue                                   | Active Power, Inc.                                  |
| (b) Address of Issuer's Principal Executive Offices | 11525 Stonehollow Drive, Suite 110 Austin, TX 78758 |

**Item 2.**

- |  |  |
|--|--|
| (a) Name of Person Filing  | Joseph F. Pinkerton, III   |
| (b) Address of Principal Business Offices or, if none, Residence | c/o Active Power, Inc.<br>11525 Stonehollow Drive, Suite 110<br>Austin, TX 78758 |
| (c) Citizenship  | USA  |
| (d) Title of Class of Securities                                 | Common Stock   |
| (e) CUSIP Number   | 00504W 10 0  |

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable. This statement on Schedule 13G is not being filed pursuant to Rule 13d-1(b), 13d-2(b) or 13d-2(c)

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- |   |            |
|---|------------|
| (a) Amount Beneficially Owned:                                | 5,294,601. |
| (b) Percent of Class:   | 12.7%.     |
| (c) Number of shares as to which such person has:             | 5,294,601. |
| (i) Sole power to vote or to direct the vote:                 | 5,294,601. |
| (ii) Shared power to vote or to direct the vote:              | none.      |
| (iii) Sole power to dispose or to direct the disposition of:  | 5,294,601. |
| (iv) Shared power to dispose or to direct the disposition of: | none.      |

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

Not applicable.

**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**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that that information set forth in this statement is true, complete and correct.

February 12, 2003

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Date

/s/ Joseph F. Pinkerton, III

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Signature

Joseph F. Pinkerton, III, President, Chairman and C.E.O.

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Name/Title

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power or attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

**Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)**