UNI MARTS INC Form SC 13G February 15, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 15)*

Uni-Marts, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

904571 30 4

(CUSIP Number)

Annual Report

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this

Schedule if filed:

/ / Rule 13d-1(b)

/ / Rule 13d-1(c)

/ X / Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

Page 1 of 5 Pages

1. Name of Reporting Person

Henry D. Sahakian

2. Check the Appropriate Box if a Member of a Group

(a) |___|

(b) |_x|

- 3. SEC Use Only
- 4. Citizenship or Place of Organization

United States

Number of 5. Sole Voting Power

Shares 624,957 shares

Beneficially 6. Shared Voting Power

Owned By 387,428 shares

Each 7. Sole Dispositive Power

Reporting 624,957 shares

Person 8. Shared Dispositive Power

With 387,428 shares

9. Aggregate Amount Beneficially Owned By Each Reporting Person

1,012,385 shares

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

Henry D. Sahakian's daughter and son-in-law own 59,309 shares and Mr. Sahakian is one of two trustees for a trust for the benefit of Daniel D. Sahakian's son holding 211,750 shares of Common Stock. Henry D. Sahakian disclaims beneficial ownership of these shares, and they are not included in the aggregate totals in number 9.

11. Percent of Class Represented by Amount in Row 9

14.2 Percent

Page 3 of 5

1	12.	Тур	e of Reporting Person	
		IN		
ITEM	1	(a)	Name of Issuer	
			Uni-Marts, Inc.	
ITEM	1	(b)	Address of Issuer's Principal Executive Offices	
			477 East Beaver Avenue State College, PA 16801	
ITEM	2	(a)	Name of Person Filing	
			Henry D. Sahakian	
ITEM	2	(b)	Address of Principal Business Office	
			477 East Beaver Avenue State College, PA 16801	
ITEM	2	(c)	Citizenship	
			United States	
ITEM	2	(d)	Title of Class of Securities	
			Common Stock	
ITEM	2	(e)	Cusip Number	
			904571 30 4	
ITEM	3			
			N/A	
			Page 4 of	5
ITEM	4		Ownership	
		(a) (b) (c)	1,012,385 shares 14.2 percent (i) 624,957 shares (ii) 387,428 shares (iii) 624,957 shares (iv) 387,428 shares	

ITEM 5 Ownership of Five Percent or Less of a Class N/A ITEM 6 Ownership of More than Five Percent on Behalf of Another Person Beneficial ownership of Common Stock includes 35,500 shares held by Mr. Sahakian wife, 216,700 shares owned by HFL Corporation, 62,200 shares held by Unico Corporation, options to purchase 43,000 shares and 5,000 shares held as custodian for a grandchild. ITEM 7 Identification and Classification of the Subsidiary which Acquired the Security being Reported on by the Parent Holding Company N/A ITEM 8 Identification and Classification of Members of a Group N/A ITEM 9 Notice of Dissolution of a Group N/A ITEM 10 Certification N/A

Page 5 of 5

SIGNATURES

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

/S/ HENRY D. SAHAKIAN

Signature

Henry D. Sahakian

Name/Title