

EVOLVING SYSTEMS INC

Form SC 13G/A

February 13, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)**

(Amendment No. 2)*

Evolving Systems, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

30049R100

(CUSIP Number)

December 31, 2007

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

The information required on 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).

CUSIP No. 30049R100

13G

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1 NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Karen Singer

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *
 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

5 SOLE VOTING POWER
 NUMBER OF 1,854,692

6 SHARED VOTING POWER
 SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
 EACH REPORTING PERSON 1,854,692

8 SHARED DISPOSITIVE POWER
 WITH 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 1,854,692

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

10.4%

TYPE OF REPORTING PERSON

12

IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

- Item 1(a). Name of Issuer: Evolving Systems, Inc.
- Item 1(b). Address of Issuer's Principal Executive Offices: 9777 Pyramid Court
Suite 100
Englewood, California 80112
- Item 2(a). Name of Person Filing: Karen Singer
- Item 2(b). Address of Principal Business Office or, if None, Residence: 212 Vaccaro Drive
Cresskill, NJ 07626
- Item 2(c). Citizenship: United States
- Item 2(d). Title of Class of Securities: Common Stock, \$0.001 par value
- Item 2(e). CUSIP Number: 30049R100
- Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b) OR 13d-2(b) or (c), CHECK WHETHER THE PERSON FILING IS A:
- Not Applicable, this statement is filed pursuant to 13d-1(c)
- Item 4. OWNERSHIP: The reporting person has sole dispositive and voting power with respect to 1,854,692 shares of the reported securities as the trustee of Singer Children's Management Trust.
- (a) 1,854,692
- (b) 10.4%
- (c) (i) sole voting power: 1,854,692
- (ii) shared voting power: 0
- (iii) sole dispositive power: 1,854,692
- (iv) shared dispositive power: 0
- 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:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

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.

Dated: February 13, 2008

/s/ Karen Singer

Karen Singer