

PACIFIC GLOBAL INVESTMENT MANAGEMENT CO  
Form SC 13G  
February 12, 2009

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

**SCHEDULE 13G**

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

**Boots & Coots International Well Control, Inc.**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**099469504**

(CUSIP Number)

**December 31, 2008**

(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)

\*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 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).

CUSIP No. 099469504

- |                                                                                      |                                                                                                                                                                             |                                     |
|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|
| 1.                                                                                   | Names of Reporting Persons<br>Pacific Global Investment Management Company                                                                                                  |                                     |
|                                                                                      | 95-4351611                                                                                                                                                                  |                                     |
| 2.                                                                                   | Check the Appropriate Box if a Member of a Group (See Instructions)                                                                                                         |                                     |
|                                                                                      | (a) <input type="radio"/>                                                                                                                                                   |                                     |
|                                                                                      | (b) <input type="radio"/>                                                                                                                                                   |                                     |
| 3.                                                                                   | SEC Use Only                                                                                                                                                                |                                     |
| 4.                                                                                   | Citizenship or Place of Organization<br>California Corporation                                                                                                              |                                     |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 5.                                                                                                                                                                          | Sole Voting Power<br>4,880,200      |
|                                                                                      | 6.                                                                                                                                                                          | Shared Voting Power<br>0            |
|                                                                                      | 7.                                                                                                                                                                          | Sole Dispositive Power<br>4,880,200 |
|                                                                                      | 8.                                                                                                                                                                          | Shared Dispositive Power<br>0       |
| 9.                                                                                   | Aggregate Amount Beneficially Owned by Each Reporting Person<br>4,880,200 Beneficial ownership disclaimed pursuant to Rule 13d-4 under the Securities Exchange Act of 1934. |                                     |
| 10.                                                                                  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>                                                                   |                                     |
| 11.                                                                                  | Percent of Class Represented by Amount in Row (9)<br>6.33%                                                                                                                  |                                     |
| 12.                                                                                  | Type of Reporting Person (See Instructions)<br>IA                                                                                                                           |                                     |

CUSIP No. 099469504

- |     |                                                                                                                                                                             |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.  | Names of Reporting Persons<br>George A. Henning                                                                                                                             |
| 2.  | Check the Appropriate Box if a Member of a Group (See Instructions)<br>(a) <input type="radio"/><br>(b) <input type="radio"/>                                               |
| 3.  | SEC Use Only                                                                                                                                                                |
| 4.  | Citizenship or Place of Organization<br>U.S.A.                                                                                                                              |
| 5.  | Sole Voting Power<br>(See Item 4)                                                                                                                                           |
| 6.  | Shared Voting Power<br>(See Item 4)                                                                                                                                         |
| 7.  | Sole Dispositive Power<br>(See Item 4)                                                                                                                                      |
| 8.  | Shared Dispositive Power<br>(See Item 4)                                                                                                                                    |
| 9.  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>4,880,200 Beneficial ownership disclaimed pursuant to Rule 13d-4 under the Securities Exchange Act of 1934. |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>                                                                   |
| 11. | Percent of Class Represented by Amount in Row (9)<br>6.33%                                                                                                                  |
| 12. | Type of Reporting Person (See Instructions)<br>HC, IN                                                                                                                       |

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With:

**Item 1.**

- (a) Name of Issuer  
Boots & Coots International Well Control, Inc.
- (b) Address of Issuer's Principal Executive Offices  
7908 North Sam Houston Parkway West, 5th Floor, Houston, TX 77064

**Item 2.**

- (a) Name of Person Filing  
(1) Pacific Global Investment Management Company ( PGIMC )  
(2) George A. Henning
- (b) Address of Principal Business Office or, if none, Residence  
(1) and (2):  
  
101 N Brand Blvd, Suite 1950, Glendale, CA 91203
- (c) Citizenship  
(1) California Corporation  
  
(2) U.S.A.
- (d) Title Class of Securities  
Common Stock
- (e) CUSIP Number  
099469504

**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:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**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:
  - (i) Sole power to vote or to direct the vote
  - (ii) Shared power to vote or to direct the vote
  - (iii) Sole power to dispose or to direct the disposition of
  - (iv) Shared power to dispose or to direct the disposition of
- (b) Percent of class:
- (c) Number of shares as to which the person has:

See Items 5 - 11 on cover pages 2 - 3 of this Schedule 13G.

4,880,200 shares or 6.33% of Common Stock believed to be outstanding may be deemed beneficially owned within the meaning of Rule 13d-3 of the Securities Exchange Act of 1934 by (1) PGIMC by virtue of its investment discretion and voting authority granted by certain clients, which may be revoked at any time; and (2) George A. Henning, as a result of his ownership interest in PGIMC. PGIMC and Mr. Henning each specifically disclaim beneficial ownership of any shares reported on the Schedule.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .  
Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

(1) One or more clients of PGIMC have the right to receive and the power to direct the receipt of dividends from, or the proceeds from the sale of common stock of Boots & Coots International Well Control Inc.

To the best of PGIMC's knowledge, no individual client account has interest of more than five percent of the outstanding stock.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

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**

(a) By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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.

This report shall not be construed as an admission by the persons filing the report that they are the beneficial owner of any securities covered by this report.

**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.

**Pacific Global Investment Management Company**

By: /s/ George A. Henning  
George A. Henning  
President  
February 12, 2009

**George A. Henning**  
/s/ George A. Henning  
George A. Henning  
February 12, 2009