

Edgar Filing: Vyta Corp - Form SC 13G

Vyta Corp  
Form SC 13G  
August 25, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13G

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

VYTA Corp.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

91845R108

-----  
(CUSIP Number)

4/11/06

-----  
(Date of Event which requires filing of this statement.)

Check the appropriate box to designate the rule pursuant to which this  
Schedule 13G is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover 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).

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1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

VISION OPPORTUNITY MASTER FUND LTD. -- EIN: 27-0120759  
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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) N/A  
 (b) N/A

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
 CAYMAN ISLANDS

|   |                             |            |
|---|-----------------------------|------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5. SOLE VOTING POWER        | 2,999,034* |
|   | 6. SHARED VOTING POWER      | 0          |
|   | 7. SOLE DISPOSITIVE POWER   | 2,999,034* |
|   | 8. SHARED DISPOSITIVE POWER | 0          |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,999,034\*

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* N/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.99%\*

12. TYPE OF REPORTING PERSON\* CO\*\*

\* The total number of shares is based upon the number of shares currently owned by the Reporting Person plus the number of shares that the Reporting Person would own if all of the Issuer's outstanding warrants held by the Reporting Person and exercisable within 60 days were in fact exercised. Notwithstanding the foregoing, all such warrants contain a provision prohibiting their exercise if it would result in the Reporting Person beneficially owning more than 9.99% of the Issuer's outstanding voting securities. Accordingly, in no event shall the percentage set forth herein exceed 9.99%.

\*\* Adam Benowitz, in his capacity as Managing Member of the Reporting Person, has ultimate dispositive power over the shares held by the Reporting Person. Mr. Benowitz disclaims beneficial ownership of the shares disclosed herein.

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Schedule 13G Additional Information

Item #

1. (a) Name of Issuer: VYTA Corp.

(b) Address of Issuer's Principal Executive Offices:  
 370 17TH STREET, SUITE 3620  
 DENVER, CO 80202

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2. (a) Name of Person Filing: VISION OPPORTUNITY MASTER FUND LTD.

(b) Address of Principal Business Office for Each of the Above:  
20 WEST 55TH STREET, 5TH FLOOR  
NEW YORK, NY 10019

(c) Citizenship: CAYMAN ISLANDS

(d) Title of Class of Securities: COMMON STOCK

(e) CUSIP Number: 91845R108

3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b). The person filing is a:

4. Ownership:

|  |            |
|--|------------|
| (a) Amount Beneficially Owned:                               | 2,999,034* |
| (b) Percent of Class:  | 9.99%*     |
| (c) Number of shares as to which such person has:            |            |
| (i) sole power to vote or to direct the vote                 | 2,999,034* |
| (ii) shared power to vote or to direct the vote              | 0          |
| (iii) sole power to dispose or to direct the disposition of  | 2,999,034* |
| (iv) shared power to dispose or to direct the disposition of | 0          |

(\* See footnote on page 2.)

5. Ownership of Five Percent or Less of a Class: N/A

6. Ownership of More than Five Percent on Behalf of Another Person:  
(See Footnote on Page 2)

7. Subsidiary N/A

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8. Identification and Classification of Members of the Group: N/A

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9. Notice of Dissolution of Group:

N/A

10. Certification:

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

August 23, 2006

-----  
Date:

/s/ ADAM BENOWITZ

-----  
Signature

Managing Member

-----  
Name/Title

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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 of 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.

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission.

ATTENTION: INTERNATIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)