

ADVANCED MARKETING SERVICES INC
Form SC 13G
May 26, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.D. 20549
SCHEDULE 13G

Under the Securities Exchange Act of 1934*

ADVANCED MARKETING SERVICES, INC.
(Name of Issuer)
Common Stock, Par Value \$0.001 Per Share
(Title of Class of Securities)
00753T 10 5
(CUSIP Number)
April 1, 2005
(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)

CUSIP No. 00753T 10 5

1. NAMES OF REPORTING PERSONS.

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Foundation Resource Management, Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) _____
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

1,020,652

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,033,272

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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1,033,272

10. CHECK IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES

Not applicable.

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.424%

12. TYPE OF REPORTING PERSON

IA

ITEM 1(a) NAME OF ISSUER: Advanced Marketing Services, Inc.

ITEM 1(b) ADDRESS OF ISSUERS PRINCIPAL EXECUTIVE OFFICES:
5880 Oberlin Drive, Suite 400
San Diego, CA 92121-9653

ITEM 2(a) NAME OF PERSON FILING:
Foundation Resource Management, Inc.

ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IN NONE, RESIDENCE
401 W. Capitol Ave., Suite 503
Little Rock, AR 72201

ITEM 2(c) CITIZENSHIP: U.S.A.

ITEM 2(d) TITLE OF CLASS OF SECURITIES: Common Stock

ITEM 2(e) CUSIP NUMBER: 00753T 10 5

ITEM 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:
Not applicable

ITEM 4 OWNERSHIP:

(a) Amount Beneficially Owned: 1,033,272

(b) Percent of Class: 5.424%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 1,020,652

(ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of: 1,033,272

(iv) Shared power to dispose or to direct the disposition of: 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 OR CONTROL PERSON:

Not applicable

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBER OF THE GROUP:

Not applicable

ITEM 9 NOTICE OF DISSOLUTION OF GROUP:

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Not applicable

ITEM 10 CERTIFICATION: Not applicable

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.

DATE: May 26, 2005

SIGNATURE:

NAME/TITLE: Mark Millsap, President