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CASCADE CORP
Form SC 13D/A
April 22, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 3)*

Cascade Corporation
(Name of Issuer)
Common Stock, par Value \$.50
(Title of Class of Securities)

147195-10-1
(CUSIP Number)

William J. Harrison
251 Woodlawn Road West, Unit 217
Guelph, Ontario N1H 8J1
Phone: 519-823-4545
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

January 27, 2003
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*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. 147195-10-1

13D

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1 NAME OF REPORTING PERSONS

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William J. Harrison; W.J. Harrison Holdings Ltd. ("WJHHL"); 1334753 Ontario Inc.; Lift Technologies Inc. ("Lift")

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

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*

N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Ontario, Canada

| | | |
|---|----|---|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | SOLE VOTING POWER |
| | | William J. Harrison-nil; WJHHL-79,000; Lift-585,000 |
| | 8 | SHARED VOTING POWER |
| | 9 | SOLE DISPOSITIVE POWER |
| | | William J. Harrison-nil; WJHHL-79,000; Lift-585,000 |
| | 10 | SHARED DISPOSITIVE POWER |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

(includes 500,000 shares of Cascade Corporation Common Stock for which preferred shares of a Cascade Corporation subsidiary held by Lift Technologies may be exchanged. W.J. Harrison owns 100% of the outstanding shares of W.J. Harrison Holdings Ltd. ("Holdings"). Holdings beneficially owns a majority of the issued common shares of 1334753 Ontario Inc. ("Holdco"). Holdco beneficially owns a majority of the issued common shares of Lift Technologies Inc.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

5.5%; determined after giving effect to the exchange of 500,000 preferred shares of a Cascade Corporation subsidiary for 500,000 shares of Cascade Corporation common stock.

14 TYPE OF REPORTING PERSON

SEE INSTRUCTIONS BEFORE FILLING OUT!

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Introduction

This Amendment No. 3 amends the Schedule 13D and Amendments No. 1 and 2 thereto filed by W.J. Harrison ("Harrison") and W.J. Harrison Holdings, Ltd. ("WJHHL") with respect to the common stock par value \$0.50 of Cascade Corporation, an Oregon corporation (the "Issuer"), to reflect:

- (i) the exchange by WJHHL of 200,000 exchangeable shares issued by a subsidiary of the Issuer for 200,000 shares of Common Stock, and the subsequent disposition of 121,000 of those 200,000 shares, as set forth below:
- (ii) the sale by Harrison of 5,000 shares of Common Stock;
- (iii) the transfer by WJHHL of 600,000 of such exchangeable shares to Lift Technologies Inc. ("Lift"), the exchange by Lift of 100,000 of such exchangeable shares for 100,000 shares of Common Stock and the subsequent sale by Lift of 15,000 shares of Common Stock.

ITEM 2, Identify and Background, is restated in its entirety as follows:

(a) This schedule is being filed jointly by the following reporting persons: ("Reporting Persons"):

- (i) Harrison, sole shareholder, president and sole director of WJHHL. Harrison's principal employment is chief executive officer of Lift;
- (ii) WJHHL, a privately held Ontario, Canada corporation, the principal business of which is to hold investments;
- (iii) 1334753 Ontario Inc. ("Holdco") of which WJHHL beneficially owns a majority of the issued common shares. Holdco is a privately held Ontario, Canada corporation the principal business of which is to hold investments;
- (iv) Lift Technologies Inc. ("Lift") of which Holdco beneficially owns a majority of the issued common shares.

(b), (c) and (f). Each of the reporting persons has a business address of 251 Woodlawn Road West, Unit 217, Guelph, Ontario N1N 8J1

(d) No events have occurred which would require reporting under this provision.

(e) No events have occurred which would require reporting under this provision.

ITEM 3, Source of Funds, is no longer applicable and is deleted in its entirety.

ITEM 4, Purpose of Transaction, is no longer applicable and is deleted in its entirety.

ITEM 5, Interest in Securities of the Issuer is amended in its entirety as follows:

(a) Shares beneficially owned by the Reporting Persons would represent 5.5% of the Common Stock.

(b) Voting and dispositive powers are held as follows:

| | |
|--------------------|---------------------------------------|
| Sole Voting Power: | WJHHL - 79,000 shares of common stock |
| | Lift - 585,000 shares of |

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common stock (assuming
exchange of 500,000
preferred shares for common
stock)

Shared Voting Power: None

Sole Dispositive Power: WJHHL - 79,000 shares of common stock
Lift - 585,000 shares of
common stock (assuming
exchange of 500,000
preferred shares for common
stock)

Shared Dispositive Power: None

(c) On June 24, 2002, Harrison sold 5,000 shares of Common Stock for \$15.615/share. During July, 2002, WJHHL exchanged 200,000 preferred shares for a like number of shares of Common Stock of which 121,000 were disposed of in open market transactions as follows:

| Date (Y/M/D) | Number of Shares Sold | Price per Share |
|--------------|-----------------------|-----------------|
| ----- | ----- | ----- |
| 02-08-27 | 5,000 | 14.500 |
| 02-08-28 | 5,000 | 14.500 |
| 02-08-29 | 5,000 | 14.600 |
| 02-09-09 | 5,000 | 14.750 |
| 02-09-27 | 9,800 | 14.006 |
| 02-09-27 | 200 | 14.090 |
| 02-09-27 | 20,000 | 14.033 |
| 02-10-02 | 4,500 | 14.028 |
| 02-10-03 | 5,500 | 14.000 |
| 02-10-03 | 2,900 | 14.100 |
| 02-10-03 | 7,100 | 14.100 |
| 02-10-18 | 5,000 | 14.000 |
| 02-10-18 | 4,000 | 14.005 |
| 02-10-18 | 1,000 | 14.020 |
| 02-10-22 | 5,000 | 14.000 |
| 02-10-24 | 2,000 | 14.000 |
| 02-10-24 | 400 | 14.000 |
| 02-12-03 | 3,400 | 14.000 |
| 02-12-03 | 2,000 | 14.000 |
| 02-12-03 | 1,300 | 14.000 |
| 02-12-04 | 5,900 | 14.000 |
| 02-12-13 | 10,000 | 15.500 |
| 03-01-22 | 2,000 | 16.254 |
| 03-01-22 | 4,000 | 16.200 |
| 03-01-27 | 5,000 | 16.000 |

(d) During January of 2003 Lift exchanged 100,000 preferred shares for a like number of shares of Common Stock of which 15,000 were disposed of in open market transactions as follows:

| Date (Y/M/D) | Number of Shares Sold | Price per Share |
|--------------|-----------------------|-----------------|
| ----- | ----- | ----- |
| 03-02-11 | 300 | 14.55 |
| 03-02-20 | 1,100 | 14.29 |
| 03-02-21 | 13,600 | 14.43 |

SIGNATURE

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Amendment No. 3 is true, correct and complete.

Dated: February 21, 2003

/s/ William J. Harrison

William J. Harrison