

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. _____)*

EDGEWATER FOODS INTERNATIONAL, INC.
(Name of Issuer)

Common Stock, \$.001 par value
(Title of Class of Securities)

280311 10 1
(CUSIP Number)

May 1, 2006
(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. 280311 10 1

(1) NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

TriPoint Capital Advisors,
LLC (EIN No. 522323474)

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

[]

[x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF
ORGANIZATION

Maryland

NUMBER OF (5) SOLE VOTING POWER

0

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

3,000,000

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
0
REPORTING

PERSON WITH (8) SHARED DISPOSITIVE
POWER
3,000,000

(9) AGGREGATE AMOUNT BENEFICIALLY
OWNED
BY EACH REPORTING PERSON
3,000,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES
[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.30%

(12) TYPE OF REPORTING PERSON
C0

CUSIP No. 280311 10 1

(1) NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

TriPoint Holdings, LLC (EIN No. 320056160)

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

[]

[x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Maryland

NUMBER OF (5) SOLE VOTING POWER

0

SHARES

BENEFICIALLY (6) SHARED VOTING POWER

3,000,000

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
0
REPORTING

PERSON WITH (8) SHARED DISPOSITIVE
POWER
3,000,000

(9) AGGREGATE AMOUNT BENEFICIALLY
OWNED
BY EACH REPORTING PERSON
3,000,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES
[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.30%

(12) TYPE OF REPORTING PERSON
00

CUSIP No. 280311 10 1

(1) NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Michael Boswell

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

[]

[x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF
 ORGANIZATION
 United States

NUMBER OF (5) SOLE VOTING POWER
 0
 SHARES

BENEFICIALLY (6) SHARED VOTING POWER
 3,000,000
 OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
0

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE
POWER
3,000,000

(9) AGGREGATE AMOUNT BENEFICIALLY
OWNED
BY EACH REPORTING PERSON
3,000,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES
[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.30%

(12) TYPE OF REPORTING PERSON
IN

CUSIP No. 280311 10 1

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Louis Taubman

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

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
United States

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 3,000,000

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
3,000,000

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
3,000,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.30%

(12) TYPE OF REPORTING PERSON
IN

CUSIP No. 280311 10 1

(1) NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Mark Elenowitz

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

[]

[x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF
 ORGANIZATION
 United States

NUMBER OF (5) SOLE VOTING POWER
 0
 SHARES

BENEFICIALLY (6) SHARED VOTING POWER
 3,000,000
 OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
0

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE
POWER
3,000,000

(9) AGGREGATE AMOUNT BENEFICIALLY
OWNED
BY EACH REPORTING PERSON
3,000,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES
[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.30%

(12) TYPE OF REPORTING PERSON
IN

ITEM 1(a). NAME OF ISSUER:

Edgewater Foods International, Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

5552 West Island Highway, Qualicum Beach, British Columbia, Canada V9K 2C8

ITEM 2(a). NAME OF PERSON FILING:

This statement is filed by:

- (i) TriPoint Capital Advisors, LLC ("TriPoint"), a Maryland limited liability company, with respect to the Securities beneficially owned by it;
- (ii) TriPoint Holdings, LLC ("Holdings"), a Maryland limited liability company, is a holding company that owns 100% of TriPoint.
- (iii)-(v) Michael Boswell, Louis Taubman and Mark Elenowitz are the Managers of TriPoint and Holdings.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

ITEM 2(b). ADDRESS OF PRINCIPAL OFFICE OR, IF NONE, RESIDENCE:

The business address of each of the Reporting Persons is 400 Professional Drive, Suite 310, Gaithersburg, Maryland 20879.

ITEM 2(c). CITIZENSHIP:

TriPoint and Holdings are Maryland limited liability companies. Michael Boswell, Louis Taubman and Mark Elenowitz are United States citizens.

ITEM 2(d). TITLE OF CLASS OF SECURITIES: Common Stock, \$.001 par value

ITEM 2(e). CUSIP NUMBER: 280311 10 1

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c),

CHECK WHETHER THE PERSON FILING IS A:

(a) Broker or dealer registered under Section 15 of the Act

(b) Bank as defined in Section 3(a)(6) of the Act

(c) Insurance Company as defined in Section 3(a)(19) of the Act

(d) Investment Company registered under Section 8 of the Investment Company Act of 1940

(e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E)

(f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)

(g) Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G);

(h) [] Savings Associations as defined in Section
3(b) of the Federal Deposit Insurance Act;

(i) [] Church Plan that is excluded from the
definition of an investment company under Section 3(c)(14)
of the Investment Company Act of 1940;

(j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

IF THIS STATEMENT IS FILED PURSUANT TO Rule 13d-1(c), CHECK THIS BOX. [x]

ITEM 4. OWNERSHIP.

TriPoint is a Maryland limited liability company, which is 100% owned by Holdings. Messrs. Michael Boswell, Louis Taubman and Mark Elenowitz are the Managers of TriPoint and Holdings and, as such, they may be deemed to control such entities and therefore be the beneficial owners of the securities in this Schedule 13G.

A. TriPoint

(a) Amount beneficially owned: **3,000,000**

(b) Percent of class: **14.30%**

(All percentages herein are based on 20,983,260 shares of Common Stock reported to be outstanding as of July 12, 2006 as reflected in the 10-QSB filed for the three months ending may 31, 2006.)

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

- (i) sole power to vote or to direct the vote
0
- (ii) shared power to vote or to direct the vote
3,000,000
- (iii) sole power to dispose or to direct the disposition
of **0**
- (iv) shared power to dispose or to direct the disposition
of **3,000,000**

B. Holdings

(a) Amount beneficially owned: **3,000,000**

(b) Percent of class: **14.30%**

(All percentages herein are based on 20,983,260 shares of Common Stock reported to be outstanding as of July 12, 2006 as reflected in the 10-QSB filed for the three months ending may 31, 2006.)

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

- (i) sole power to vote or to direct the vote
0
- (ii) shared power to vote or to direct the vote
3,000,000
- (iii) sole power to dispose or to direct the disposition
of **0**
- (iv) shared power to dispose or to direct the disposition
of **3,000,000**

C. Michael Boswell

(a) Amount beneficially owned: **3,000,000**

(b) Percent of class: **14.30%**

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

- (i) sole power to vote or to direct the vote
0
- (ii) shared power to vote or to direct the vote
3,000,000
- (iii) sole power to dispose or to direct the disposition
of **0**
- (iv) shared power to dispose or to direct the disposition
of **3,000,000**

D. Louis Taubman

(a) Amount beneficially owned: **3,000,000**

(b) Percent of class: **14.30%**

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

- (i) sole power to vote or to direct the vote
0
- (ii) shared power to vote or to direct the vote
3,000,000
- (iii) sole power to dispose or to direct the disposition
of **0**
- (iv) shared power to dispose or to direct the disposition
of **3,000,000**

E. Mark Elenowitz

(a) Amount beneficially owned: **3,000,000**

(b) Percent of class: **14.30%**

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

- (i) sole power to vote or to direct the vote
0
- (ii) shared power to vote or to direct the vote
3,000,000
- (iii) sole power to dispose or to direct the disposition

(iv) shared power to dispose or to direct the disposition
of 0
of 3,000,000

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. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby make the following certification:

By signing below each Reporting Person certifies that, to the best of its 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 not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Date: September 11, 2006 /s/ Michael Boswell
Michael Boswell, individually and as Manager of TriPoint
Capital Advisors, LLC and TriPoint Holdings, LLC

Date: September 11, 2006 /s/ Louis Taubman
Louis Taubman, individually and as Manager of TriPoint
Capital Advisors, LLC and TriPoint Holdings, LLC

Date: September 11, 2006 /s/ Mark Elenowitz
Mark Elenowitz, individually and as Manager of TriPoint
Capital Advisors, LLC and TriPoint Holdings, LLC