

INTELLI CHECK INC
Form 4
December 07, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
EMBRY RUSSELL T

(Last) (First) (Middle)

246 CROSSWAYS PARK WEST

(Street)

WOODBURY, NY 11797

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTELLI CHECK INC [IDN]

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP & CTO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Option (Right to Buy)	\$ 7.5	07/19/1999	A	10,000		07/19/2000	07/19/2005	Common Stock	10,000
Option (Right to Buy)	\$ 7.5	07/19/1999	A	2,500		07/05/2000	07/05/2005	Common Stock	2,500
Option (Right to Buy)	\$ 7.5	07/19/1999	A	5,000		06/18/2001	06/18/2006	Common Stock	5,000
Option (Right to Buy)	\$ 11.625	12/13/1999	A	10,000		12/13/1999	12/13/2004	Common Stock	10,000
Option (Right to Buy)	\$ 11.625	12/13/1999	A	10,000		12/13/2000	12/13/2005	Common Stock	10,000
Option (Right to Buy)	\$ 8.75	07/11/2000	A	12,500		07/11/2000	07/11/2005	Common Stock	12,500
Option (Right to Buy)	\$ 8.75	07/11/2000	A	12,500		01/11/2001	01/11/2006	Common Stock	12,500
Rights ⁽¹⁾	\$ 8.5	10/05/2001	A	5,250		10/05/2001	06/30/2005	Common Stock	5,250
Option (Right to Buy)	\$ 3.82	10/31/2002	A	6,250		10/31/2002	10/31/2007	Common Stock	6,250
Option (Right to Buy)	\$ 3.82	10/31/2002	A	6,250		04/30/2003	04/30/2008	Common Stock	6,250
Option (Right to Buy)	\$ 7.44	11/05/2003	A	6,250		11/05/2003	11/05/2008	Common Stock	6,250
Option (Right to Buy)	\$ 7.44	11/05/2003	A	6,250		05/05/2004	05/05/2009	Common Stock	6,250
Option (\$ 4.37	12/03/2004	A	5,000		12/03/2004	12/03/2009	Common	5,000

Right to Buy)								Stock	
Option (Right to Buy)	\$ 4.37	12/03/2004	A	5,000	06/03/2005	06/03/2010	Common Stock		5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EMBRY RUSSELL T 246 CROSSWAYS PARK WEST WOODBURY, NY 11797			Senior VP & CTO	

Signatures

/s/ Russell T.
Embry

12/07/2004

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Upon a transfer of shares to which the rights attach the rights are no longer exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.