WHITNEY RUSSELL A

Form 4

December 27, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Middle)

1(b).

(Last)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * WHITNEY RUSSELL A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

WHITNEY INFORMATION NETWORK INC [RUSS]

(Check all applicable)

CEO

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

12/27/2006

X Director X 10% Owner Other (specify X_ Officer (give title below) below)

WHITNEY INFORMATION NETWORK, INC., 1612 E. CAPE CORAL PARKWAY

(First)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

P

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CAPE CORAL, FL 33904

(City) (State) (Zip)

12/27/2006

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

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4)

Code V (D) Price Amount

75,000

See 5,116,550 Remarks

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

12/27/2006

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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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)			7. Title a Amount of Underlying Securities (Instr. 3 a	unt of erlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Names	Director	10% Owner	Officer	Other		
WHITNEY RUSSELL A						
WHITNEY INFORMATION NETWORK, INC.	X	X	CEO			
1612 E. CAPE CORAL PARKWAY	Λ	Λ	CEO			
CAPE CORAL, FL 33904						

Signatures

Reporting Person

Russell A.
Whitney

**Signature of 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).

Remarks:

Securiteis held in the name of International Securities 3, LLC (4,986,850) are owned beneficially by Russell and Ingrid (wife)

Securities held in the name of Day One, LLC. (129,700) Beneficially owned by Russell A. Whitney.

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.

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