Options to Purchase Common Stock

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\$<mark>0.75</mark>

\$0.75

\$<mark>0.75</mark>

04/17/2006

04/17/2006

04/17/2006

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

U obligat				Filed p				of the Securi nvestment Co			4		hours pe	er response:	0.5	
1. Name and Address of Reporting Person <sup>*</sup> Pelossof Avi					2. Issue	r Name a	, <b>nd</b> Ticke	er or Trading S	Symbol		elationship of eck all applica Director	suer Dwner				
(Last) 3661 HC		irst) K ROAD	(Middle)		3. Date 04/17/2		st Transa	ction (Month/	Day/Year)			Cofficer ( below)	give title Vice Pre	below	(specify )	
(Street) MEDFORD NY 11763					4. If Am	endment	, Date of	Original Filed	I (Month/Day	Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(S	itate)	(Zip)									Person				
1 Title of	Socurity (Inc		ble I - Non-D	erivat		2A. Dee		uired, Dis	-	, or Bene	-	Owned	t of 6	. Ownership	7. Nature of	
1. The of	elossof Avi ast) (0 661 HORSEBLOO Feet) EDFORD I ity) (0 Fitle of Security (Ins ity) (0 Fitte	ecunty (msu. 5)		te onth/Day		Execution Date, if any (Month/Day/Year)		Transaction Code (Instr 8)	Disposed Of (D) (Instr. 3		3, 4 and 5	i) Securities Beneficial Owned Fo Reported	ily (I Ily (I Ilowing (I	Form: Direct D) or Indirect I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
			Table II Day					Code V	Amount	(A) or (D)	Price	Transactio (Instr. 3 ar				
			Table II - Dei e.ز					options, o				Owned				
Derivative Convers Security or Exerc (Instr. 3) Price of Derivativ	Conversion or Exercise Price of Derivative	onversion Date r Exercise (Month/Day/Year) rice of erivative	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and of Securiti Underlying Derivative (Instr. 3 an	es J Security	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership ct (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transactior (Instr. 4)	n(s)		
Options to Purchase Common Stock	\$0.8	04/17/2006		D			25,000	01/01/2006	05/17/2010	Common Stock	25,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$0.8	04/17/2006		D			25,000	01/01/2007	05/17/2010	Common Stock	25,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$0.9	04/17/2006		D			50,000	05/05/2005	05/27/2011	Common Stock	50,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$1	04/17/2006		D			10,000	05/05/2004	05/04/2011	Common Stock	10,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$1.35	04/17/2006		D			50,000	05/05/2006	05/27/2011	Common Stock	50,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$3	04/17/2006		D			40,000	05/05/2004	11/19/2007	Common Stock	40,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$4	04/17/2006		D			10,000	05/05/2004	12/31/2008	Common Stock	10,000	(1)	0 <sup>(2)</sup>	D		
Options to Purchase Common Stock	\$0.75	04/17/2006		A		25,000		04/17/2006	05/17/2010	Common Stock	25,000	(1)	25,000 <sup>(2)</sup>	) D		

25,000

50,000

10,000

A

Α

A

01/01/2007

04/17/2006

04/17/2006

Common Stock

Common Stock

Common Stock

25,000

50,000

10,000

(1)

(1)

(1)

05/17/2010

05/27/2011

05/04/2011

25,000<sup>(2)</sup>

50,000<sup>(2)</sup>

10,000<sup>(2)</sup>

D

D

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)															
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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Options to Purchase Common Stock	\$0.75	04/17/2006		Α		50,000		05/05/2006	05/27/2011	Common Stock	50,000	(1)	50,000 <sup>(2)</sup>	D	
Options to Purchase Common Stock	\$0.75	04/17/2006		A		40,000		04/17/2006	11/19/2007	Common Stock	40,000	(1)	40,000 <sup>(2)</sup>	D	
Options to Purchase Common Stock	\$0.75	04/17/2006		Α		10,000		04/17/2006	12/31/2008	Common Stock	10,000	(1)	400,000 <sup>(2)</sup>	D	

Explanation of Responses:

1. The reporting person agreed to cancellation of an option granted to him, in exchange for a new option having a lower exercise price.

2. The number of derivative Securities Beneficially owned following all of the reported transactions on this Form 4 remains unchanged at 400,000.

Avi Pelossof

<u>04/19/2006</u> Date

\*\* Signature of Reporting Person

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.