

Brogdon Christopher F
 Form 4
 October 06, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Brogdon Christopher F

2. Issuer Name and Ticker or Trading Symbol
 ADCARE HEALTH SYSTEMS INC
 [ADK]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2 BUCKHEAD PLAZA, 3050
 PEACHTREE ROAD, SUITE 570
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/09/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Acquisition Officer

ATLANTA, GA 30305

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

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

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	09/13/2011		X	89,662 A \$ 2.38	172,151	D	
Common Stock	09/13/2011		X	29,085 A \$ 2.38	438,313	I	By spouse
Common Stock	09/16/2011		X	372,750 A \$ 2.38	811,063	I	By spouse
Common Stock	09/26/2011		X	3,465 A \$ 2.38	814,528 ⁽¹⁾	I	By spouse

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

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(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 (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. Transaction Code (Instr. 8)	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)		
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number of Shares	
Warrant	\$ 2.38 ⁽²⁾	09/13/2011		X ⁽³⁾	V	(A) 85,392	(D)	⁽⁴⁾	12/07/2014	Common Stock	89,662 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	07/09/2009		P		500		⁽⁴⁾	11/10/2011	Common Stock	525 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	09/13/2011		X ⁽³⁾		27,700		⁽⁴⁾	12/07/2014	Common Stock	29,085 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	09/15/2011		S		100,000		⁽⁴⁾	12/07/2014	Common Stock	105,000 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	09/16/2011		S		29,500		⁽⁴⁾	12/07/2014	Common Stock	30,975 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	09/16/2011		X ⁽³⁾		355,000		⁽⁴⁾	12/07/2014	Common Stock	372,750 ⁽²⁾
Warrant	\$ 2.38 ⁽²⁾	09/26/2011		X ⁽³⁾		3,300		⁽⁴⁾	12/07/2014	Common Stock	3,465 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brogdon Christopher F 2 BUCKHEAD PLAZA 3050 PEACHTREE ROAD, SUITE 570 ATLANTA, GA 30305	X	X	Chief Acquisition Officer	

Signatures

/s/ Christopher F.
Brogdon 10/05/2011

**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) The Reporting Person no longer has a reportable beneficial interest in any of the shares of the Issuer's common stock owned by the Reporting Person's daughter and included in the Reporting Person's prior ownership reports.

The Warrants were subject to a 5% stock dividend issued by the Issuer on September 30, 2010. As a result of such stock dividend, the
- (2) exercise price of the Warrants decreased from \$2.50 to \$2.38 and each Warrant became issuable for 1.05 shares of the Issuer's common stock.
- (3) The Warrants were exercised in connection with a call by the Issuer to redeem the Warrants pursuant to their terms.
- (4) The Warrants were exercisable on the transaction date.
- (5) The ownership of these Warrants was unreported at the time of the transaction and was omitted from the Reporting Person's subsequent Forms 4.
- (6) The Reporting Person no longer has a reportable beneficial interest in any of the Issuer's warrants owned by the Reporting Person's daughter and included in the Reporting Person's prior ownership reports.

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.