Edgar Filing: KAY E GERALD - Form 4

KAY E GER Form 4	ALD										
June 29, 201	2										
FORM /									OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287		
Check this box if no longer CTLATED VENUE OF CHANGES IN DEDUFFICIAL CONDU						Expires: January 3					
subject to STATEMENT OF CHANCES Section 16.				GES IN BENEFICIAL OWNEI SECURITIES				ERSHIP OF	Estimated a burden hour	verage rs per	
Form 4 or Form 5 obligations may continue.responseSee Instruction 1(b).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								0.5			
(Print or Type F	Responses)										
1. Name and Address of Reporting Person _ 2. Issuer Name and Ticker or KAY E GERALD Symbol				I Ticker or T	or Trading 5. Relationship Issuer			of Reporting Person(s) to			
(Lost)							(Check	k all applicable)			
				of Earliest Transaction Day/Year) 2012				Director _X_ 10% Owner Officer (give title Other (specify below)			
(Street) 4. If Ame				endment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month/Day/Year) HILLSIDE, NJ 07205					;)				One Reporting Person fore than One Reporting		
HILLSIDE,	NJ 07203							Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative Se	ecuriti	es Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		n Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
G				Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)			
Common Stock	06/27/2012			S	150,000	D	0.76 (1)	4,119,803	D		

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

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 control number.

 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
hepotting o whet fume	Director	10% Owner	Officer	Other				
KAY E GERALD INTEGRATED BIOPHA 225 LONG AVENUE, BI HILLSIDE, NJ 07205	,		Х					
Signatures								
/s/ E. Gerald Kay	06/29/201	2						
<u>**</u> 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) Shares disposed of in connection with a refinancing transaction involving Integrated BioPharma, Inc., the former parent company of the Issuer. The Reporting Person has no present intent to dispose of additional shares.

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.