

WHITMORE BRADFORD T
Form 4
May 21, 2009

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 *
WHITMORE BRADFORD T

2. Issuer Name and Ticker or Trading Symbol
ISCO INTERNATIONAL INC
[ISOOE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1560 SHERMAN AVE, SUITE 900
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/19/2009

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

EVANSTON, IL 60201

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

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of 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.

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.

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 Security (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) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
|------------------------|------------------------------|------------------|------------|--|------|---|-----|-----|------------------|-----------------|-------------------------------|-------------------------|
| 9.5% Convertible Notes | \$ 0.2 | 05/19/2009 | J(1) | \$ 1,650,000 | | | | | (2) | 08/01/2010 | Common Stock \$.001 par value | 8,2 |
| 7% Convertible Notes | \$ 0.2 | 05/19/2009 | J(1) | \$ 2,675,000 | | | | | (2) | 08/01/2009 | Common Stock \$.001 par value | 13, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WHITMORE BRADFORD T 1560 SHERMAN AVE SUITE 900 EVANSTON, IL 60201 | | X | | |
| ALEXANDER FINANCE LP 1560 SHERMAN AVE STE 900 EVANSTON, IL 60201 | | X | | |
| SPURGEON CORP 407 S. THIRD STREET SUITE 230 GENEVA, IL 60134 | | | X | |

Signatures

| | |
|---|------------|
| Bradford T. Whitmore | 05/21/2009 |
| **Signature of Reporting Person | Date |
| Bradford T. Whitmore, President: Bun Partners, Inc. | 05/21/2009 |
| **Signature of Reporting Person | Date |
| Jerald A. Trannel, Vice President | 05/21/2009 |
| **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) Alexander credit bid the debt of the Company to purchase all of the Company's assets as described in the Company's 8-K filed on May 20, 2009.
- (2) The Convertible Notes are exercisable immediately.
- (3) As president of Bun Partners, Inc., General Partner of Alexander Finance, LP, Bradford T. Whitmore is an indirect beneficial owner. As General Partner of Alexander Finance, LP, Spurgeon Corporation is an indirect beneficial owner.

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

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