Edgar Filing: FUENTES JAMES - Form 4

FUENTES JA	AMES										
Form 4											
February 24,	2006										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										OMB APPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
	Check this box						Expires:	January 31,			
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								2005			
-	Section 16. SECURITIES						Estimated average burden hours per				
Form 5		ursuant to	Section 1	5(a) of the	Securiti	es Fr	chang	e Act of 1934,	response	0.5	
obligation	¹⁸ Section 1						•	f 1935 or Sectio	m		
may conti <i>See</i> Instru	inue.			vestment	.						
1(b).	letion				1 5						
(Print or Type R	(esponses)										
1 Name and A	ddress of Reporti	ng Person *	2 Ianuar	Nome and	Tielsen en T		_	5. Relationship of	f Reporting Per	son(s) to	
FUENTES J	2. Issuer Name and Ticker or Trading Symbol				3	Issuer					
ISCO INTERNATIONAL INC											
[ISO]						(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction			X Director	10%	Owner	
			(Month/Day/Year)					Officer (give title Other (specify below) below)			
	NTERNATIO		02/20/20	006				Delow)	Delow)		
INC., 1001 (CAMBRIDGE	E DRIVE									
(Street) 4			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
					Applicable Line)	E Line) filed by One Reporting Person					
ELK GROV	E VILLAGE,	II 60007							More than One Re		
LLK UKU V	E VILLAUE,	IL 00007						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction I	Date 2A. Dee	med	3.	4. Securit			5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye		on Date, if Transaction(A) or Disposed of Code (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				of	Securities	Form: Direct		
(Instr. 3)		any (Month/					5)	Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
		(ivioniti)					<i>,</i>)	Following	(Instr. 4)		
						(A)		Reported			
						or		Transaction(s) (Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price	(
Common Stock (1)	02/20/2006			А	26,250	А		26,250	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)

Reporting Owners

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1. Title of Derivative	2. Commission	3. Transaction Date		4. Terrer et i	5.	6. Date Exer		7. Titl		8. Price of Derivative	9. Nu Deriv
Security	Conversion or Exercise	(Month/Day/Year)	any	Transaction Code	of	Expiration D (Month/Day/		Amou Under		Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	· ·	(cur)	Secur		(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
					+, and <i>5</i>)						
									Amount		
						Date	Expiration	T .4	or		
						Exercisable	e Date		Number of		
				Code V	(A) (D)			Shares			
					() (D)						

Reporting Owners

Reporting Owner Name / Address	Relationships						
I B C C C C C C C C C C	Director	10% Owner	Officer	Other			
FUENTES JAMES C/O ISCO INTERNATIONAL, INC. 1001 CAMBRIDGE DRIVE ELK GROVE VILLAGE, IL 60007	Х						
Signatures							
Frank Cesario, Attorney in Fact for Jan Fuentes	02/24/2006						
**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).
- Restricted shares awarded to Mr. Fuentes which will vest in two equal installments of 13,125 shares on each of March 15, 2006 and June (1) 15, 2006.

Mr. Fuentes did not pay for the shares in question; they were awarded to him pursuant to the Issuer's non-employee director compensation policy. 12,500 shares were awarded for his service as a Board member; 6,250 were awarded for his service as Chairman of the Board; and

(2) 7,500 shares were awarded for his service on the Compensation Committee and the Corporate Governance Committee. The date of award was a federal holiday; on February 21, 2006, the next trading day, the closing price of the subject shares was \$0.41 per share.

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.