Edgar Filing: WILSON JOHN S - Form 4/A

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| Form 4/A | | | | | | | | | | | | |
|---|--|---|--|----|------------|----------|------------------|---|--|---|--|--|
| November 2 FORN Check th | 14 UNITED | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | OMB APPROVAL OMB 3235-0287 Number: 21 | |
| if no lon, subject to Section 1 Form 4 of Form 5 obligatio may com <i>See</i> Instr 1(b). | 5 STATE 16. 97 Filed pu ns Section 17 | 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 | | | | | | | Expires: January 31, 2005 Estimated average burden hours per response 0.5 | | | |
| (Print or Type] | Responses) | | | | | | | | | | | |
| WILSON JOHN S Symbol | | | I LABORATORIES, INC. | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| 4509 S. 143RD STREET, SUITE 1 (Month/E (Street) 4. If Ame Filed(Mor 11/13/2 | | | of Earliest Transaction Day/Year) 2012 | | | | b | Director 10% Owner Officer (give title Other (specify below) CHIEF EXECUTIVE OFFICER | | | | |
| | | | onth/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| OMAHA, N (City) | (State) | (Zip) | | | | | | | Person | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | e 2A. Deem | ed Date, if | 3. | 4. oron | | Acquin of (D) | - | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | y Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 11/06/2012 | | | Р | 1 | ,399,352 | A | <u>(1)</u> | 2,649,006 | 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)

| 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. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | e | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|---|----------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 0.1 | | | | | 06/08/2011 | 06/08/2021 | Common Stock | 500,000 |
| Warrant | \$ 0.15 | | | | | 12/31/2008 | 12/31/2013 | Common Stock | 1,000,000 |
| Stock Option | \$ 0.09 | | | | | 05/09/2012 | 04/13/2017 | Common Stock | 500,000 |
| Series C Convertible Preferred Stock | \$ 0.25 | | | | | (2) | <u>(3)</u> | Common Stock | 668,000 (4) |
| Warrant | \$ 0.3 | | | | | (5) | 11/15/2015 | Common Stock | 332,500 <u>(5)</u> |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|-------------------------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| WILSON JOHN S 4509 S. 143RD STREET SUITE 1 OMAHA, NE 68137 | | | CHIEF EXECUTIVE OFFICER | | | | | |
| Signatures | | | | | | | | |

/s/ John S. Wilson **Signature of Date

<u>**</u>Signature of Reporting Person

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) Mr. Wilson acquired the shares of Common Stock and 8.76 shares of the Issuer's 10% Cumulative Perpetual Series B Preferred Stock for aggregate consideration of \$50,000 in a private transaction.

(2)

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The Certificate of Designations, Preferences and Rights of the Series C Convertible Preferred Stock ("Series C Preferred") contains a provision preventing the conversion of the Series C Preferred if, as a result of such conversion, the Reporting Person would beneficially own, together with all other shares of Common Stock beneficially owned by the Reporting Person, in excess of 4.99% of the Issuer's Common Stock issued and outstanding.

(3) The Series C Preferred are perpetual.

Each share of Series C Preferred is convertible into that number of shares of the Issuer's Common Stock equal to the quotient obtained by
(4) dividing \$10,000 per share (the liquidation preference) by the conversion price then in effect, or \$.25 on the date of this Report. Conversion of the Series C Preferred is subject to the limitation on conversion described in Note 2.

The Warrant contains a provision preventing the exercise of the Warrant if, as a result of such exercise, the Reporting Person would (5) beneficially own, together with all other shares of Common Stock beneficially owned by the Reporting Person, in excess of 9.99% of the

Issuer's Common Stock issued and outstanding.

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.