

ADDVANTAGE TECHNOLOGIES GROUP INC  
Form SC 13G  
May 23, 2006

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

**Under the Securities Exchange Act of 1934**

**SCHEDULE 13G**

**INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

|  |
|--|
| <b>ADDvantage Technologies Group, Inc.</b>                     |
| <b>(Name of Issuer)</b>  |
|  |
| <b>Common Stock, \$0.01 par value per share</b>                |
| <b>(Title of Class of Securities)</b>                          |
|  |
| <b>006743306</b>   |
| <b>(CUSIP Number)</b>  |
|  |
| <b>May 12, 2006</b>  |
| <b>(Date of Event Which Requires Filing of this Statement)</b> |

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

| CUSIP No. 006743306 |   | SCHEDULE 13G |                                       | Page 2 of 8 Pages |  |
|---------------------|---|--------------|---------------------------------------|-------------------|--|
| <b>1</b>            | NAME OF REPORTING PERSON<br><br>Millennium Group LLC<br><br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)<br><br>36-4263954                   |              |                                       |                   |  |
| <b>2</b>            | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br><br><div style="text-align: right;">(a) <input type="radio"/><br/>(b) <input checked="" type="radio"/></div> |              |                                       |                   |  |
| <b>3</b>            | SEC USE ONLY  |              |                                       |                   |  |
| <b>4</b>            | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>Illinois  |              |                                       |                   |  |
|                     | NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH   | <b>5</b>     | SOLE VOTING POWER<br><br>398,475      |                   |  |
|                     |   | <b>6</b>     | SHARED VOTING POWER<br><br>0          |                   |  |
|                     |   | <b>7</b>     | SOLE DISPOSITIVE POWER<br><br>398,475 |                   |  |
|                     |   | <b>8</b>     | SHARED DISPOSITIVE POWER<br><br>0     |                   |  |
| <b>9</b>            | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>3.93%   |              |                                       |                   |  |
| <b>10</b>           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*<br><br><div style="text-align: right;"><input type="radio"/></div>                          |              |                                       |                   |  |
| <b>11</b>           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9<br><br>3.93%  |              |                                       |                   |  |
| <b>12</b>           | TYPE OF REPORTING PERSON*<br><br>IA   |              |                                       |                   |  |

|                                     |   |   |                          |                   |  |
|-------------------------------------|---|---|--------------------------|-------------------|--|
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| <b>1</b>                            |   | NAME OF REPORTING PERSON  |                          |                   |  |
|                                     |   | Highland Park Partners  |                          |                   |  |
|                                     |   | S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) |                          |                   |  |
|                                     |   | 20-4630745  |                          |                   |  |
| <b>2</b>                            |   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*                 |                          |                   |  |
|                                     |   | (a) <input type="radio"/>   |                          |                   |  |
|                                     |   | (b) <input checked="" type="radio"/>                              |                          |                   |  |
| <b>3</b>                            |   | SEC USE ONLY  |                          |                   |  |
| <b>4</b>                            |   | CITIZENSHIP OR PLACE OF ORGANIZATION                              |                          |                   |  |
|                                     |   | Illinois  |                          |                   |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY |   | <b>5</b>  | SOLE VOTING POWER        |                   |  |
|                                     |   |   | 133,275                  |                   |  |
| OWNED BY<br>EACH<br>REPORTING       |   | <b>6</b>  | SHARED VOTING POWER      |                   |  |
|                                     |   |   | 0                        |                   |  |
| PERSON<br>WITH                      |   | <b>7</b>  | SOLE DISPOSITIVE POWER   |                   |  |
|                                     |   |   | 133,275                  |                   |  |
|                                     |   | <b>8</b>  | SHARED DISPOSITIVE POWER |                   |  |
|                                     |   |   | 0                        |                   |  |
| <b>9</b>                            | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON          |   |                          |                   |  |
|                                     | 1.31%   |   |                          |                   |  |
| <b>10</b>                           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* |   |                          |                   |  |
|                                     | 0   |   |                          |                   |  |
| <b>11</b>                           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                       |   |                          |                   |  |
|                                     | 1.31%   |   |                          |                   |  |
| <b>12</b>                           | TYPE OF REPORTING PERSON*   |   |                          |                   |  |
|                                     | PN  |   |                          |                   |  |

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**Item 1(a). Name of Issuer:**

ADDvantage Technologies Group, Inc.

**Item 1(b). Address of Issuer's Principal Executive Offices:**

1221 E. Houston  
Broken Arrow, Oklahoma

**Item 2(a). Name of Persons Filing:**

- (i) Millennium Group LLC
- (ii) Highland Park Partners

(collectively, the "Reporting Persons" and each a "Reporting Person")

**Item 2(b). Address of Principal Business Office or, if None, Residence:**

Each of the Reporting Persons has a business address at 799 Central Ave.,  
Suite 350, Highland Park, IL 60035.

**Item 2(c). Citizenship:**

- (i) Millennium Group LLC - Illinois
- (ii) Highland Park Partners - Illinois

**Item 2(d). Title of Class of Securities:**

Common Stock, \$0.01 par value per share

**Item 2(e). CUSIP Number:**

006743306

**Item 3. If this statement is filed pursuant to ss.ss. 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)o Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o)
- (b)o Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c)o Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d)o

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Investment Company registered under Section 8 of the Investment Company Act of 1940  
(15 U.S.C. 80a-8)

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- (e) Investment Adviser in accordance with ss. 240.13d-1(b)(1)(ii)(E)
- (f) Employee benefit plan or endowment fund in accordance with ss. 13d-1(b)(1)(ii)(F)
- (g) Parent Holding Company or control person in accordance with ss. 240.13d-1(b)(ii)(G),
- (h) Saving Association as defined in ss. 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
- (i) Church plan that is excluded from the definition of an investment company under ss. 3(c)(15) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j) Group, in accordance with ss. 240.13d-1(b)(ii)(J)

**Item 4. Ownership.**

- (i) Millennium Group LLC
  - (a) Amount beneficially owned: 398,475
  - (b) Percent of Class: 3.93% / (1)
  - (c) Number of shares as to which such person has:
    - (i) Sole power to vote or to direct the vote: 398,475
    - (ii) Shared power to vote or to direct the vote: 0
    - (iii) Sole power to dispose or to direct the disposition of: 398,475
    - (iv) Shared power to dispose or to direct the disposition of: 0

/ (1) Percentages are based on 10,142,247 of Common Stock outstanding as of May 5, 2006 (as set forth on the Issuer's Form 10-Q, filed on May 15, 2006 with the Securities and Exchange Commission).

- (ii) Highland Park Partners
  - (a) Amount beneficially owned: 133,275

(b) Percent of Class: 1.31% / (2)

(c) Number of shares as to which such person has:

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(i) Sole  
power to vote  
or to direct the  
vote: 133,275

(ii)  
Shared power  
to vote or to  
direct the  
vote: 0

(iii) Sole  
power to  
dispose or to  
direct the  
disposition of:  
133,275

(iv)  
Shared power  
to dispose or  
to direct the  
disposition of:  
0

/(2)Percentages  
are based on  
10,142,247 of  
Common  
Stock  
outstanding as  
of May 5,  
2006 (as set  
forth on the  
Issuer's Form  
10-Q, filed on  
May 15, 2006  
with the  
Securities and  
Exchange  
Commission).

**Item 5.**



**Ownership of  
Five Percent  
or Less of a  
Class.**

Not  
applicable.

**Item 6. Ownership of  
More than  
Five Percent  
on Behalf of  
Another  
Person.**

Not  
applicable.

**Item 7. Identification  
and  
Classification  
of the  
Subsidiary  
Which  
Acquired the  
Security  
Being  
Reported on  
By the  
Parent  
Holding  
Company.**

Not  
applicable.

**Item 8. Identification  
and  
Classification  
of Members  
of the Group.**

Not  
applicable.

**Item 9. Notice of  
Dissolution of  
a Group.**

Not  
applicable.

**Item 10. Certification.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information in this statement is true, complete and correct.

Date as of May 22, 2006

|  |   |
|--|---|
|  | Millennium Group LLC                        |
|  |   |
|  | By: /s/ James Higgins                       |
|  | James Higgins, Chief Administrative Officer |

Date as of May 22, 2006

|  |   |
|--|---|
|  | Highland Park Partners                      |
|  |   |
|  | By: /s/ James Higgins                       |
|  | James Higgins, Chief Administrative Officer |

Exhibit A

Agreement of Joint Filing

Pursuant to 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby confirm the agreement by and among them to join in the filing on behalf of each of them of a Statement on Schedule 13G and any and all amendments thereto, and that this Agreement be included as an Exhibit to such filing.

This Agreement may be executed in any number of counterparts each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement.

Date as of May 22, 2006

|  |   |
|--|---|
|  | Millennium Group LLC                        |
|  |   |
|  | By: /s/ James Higgins                       |
|  | James Higgins, Chief Administrative Officer |

Date as of May 22, 2006

|  |   |
|--|---|
|  | Highland Park Partners                      |
|  |   |
|  | By: /s/ James Higgins                       |
|  | James Higgins, Chief Administrative Officer |