

WINIARZ EDWIN  
Form 4  
February 01, 2006

**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 \*  
WINIARZ EDWIN

(Last) (First) (Middle)

INTELLI CHECK INC, 246  
CROSSWAYS PARK

(Street)

WOODBURY, NY 11797

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
INTELLI CHECK INC [IDN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/08/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Indirect Beneficial 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.

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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 Securities (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)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Option (Right to Buy)	\$ 3.22	11/08/2005	A	5,000		12/30/2005	12/30/2015	Common Stock	5,000
Option (Right to Buy)	\$ 5.64	06/08/2005	A	25,000		09/06/2005	06/08/2017	Common Stock	25,000
Option (Right to Buy)	\$ 4.37	12/03/2004	A	25,000		01/01/2005	01/01/2015	Common Stock	25,000
Option (Right to Buy)	\$ 4.37	12/03/2004	A	25,000		01/01/2006	01/01/2016	Common Stock	25,000
Option (Right to Buy)	\$ 5.25	07/08/2004	A	15,000		07/08/2004	07/08/2014	Common Stock	15,000
Option (Right to Buy)	\$ 8.22	07/10/2003	A	30,000		07/10/2003	07/10/2008	Common Stock	30,000
Option (Right to Buy)	\$ 8.04	09/07/2001	A	75,000		05/08/2003	05/08/2008	Common Stock	75,000
Option (Right to Buy)	\$ 10.75	09/01/2000	A	25,000		09/01/2001	09/01/2006	Common Stock	25,000
Rights <sup>(1)</sup>	\$ 8.5	10/05/2001	A	0		10/05/2001	06/30/2006	Common Stock	0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WINIARZ EDWIN INTELLI CHECK INC 246 CROSSWAYS PARK WOODBURY, NY 11797	X		Chief Financial Officer	

## Signatures

/s/ Edwin  
Winiarz

02/01/2006

\_\_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).

(1) Upon a transfer of shares to which the rights attach the rights are no longer exercisable.

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.