

CHYMIAK SUSAN C
Form 4
December 19, 2008

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 *
CHYMIAK SUSAN C

2. Issuer Name and Ticker or Trading Symbol
ADVANTAGE TECHNOLOGIES GROUP INC [aey]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/18/2008

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

C/O ADVANTAGE TECHNOLOGIES GROUP INC, 1221 E. HOUSTON ST.

(Street)

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

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

BROKEN ARROW, OK 74012

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <u>(2)</u> <u>(4)</u>	12/18/2008		A		20,350	A	\$ 2.05
					76,024.75	I	
							By Chymiak Investment LLC
Common Stock <u>(3)</u>	12/18/2008		A		20,350	A	\$ 2.05
					76,024.75	I	
							By spouse's ownership in Chymiak Investment LLC
Common Stock <u>(1)</u>					250,000	I	
							By spouse's Revocable

Common Stock		1,796,000	I	Trust Susan Chymiak Revocable Trust
Common Stock ⁽⁵⁾		2,337	I	By spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 (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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHYMIAK SUSAN C C/O ADVANTAGE TECHNOLOGIES GROUP INC 1221 E. HOUSTON ST. BROKEN ARROW, OK 74012		X		

Signatures

/s/ Susan C.
Chymiak

12/19/2008

**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) Beneficial ownership of spouse's shares is disclaimed.
- (2) Susan Chymiak holds 25% ownership of Chymiak Investment LLC. Shares acquired by Chymiak Investment LLC on 12/18/2008 totaled 81,400.
- (3) Spouse, Kenneth Chymiak, holds 25% ownership in Chymiak Investment LLC. Shares acquired by Chymiak Investment LLC totaled 81,400 on 12/18/08. These shares are indirectly owned by Susan C. Chymiak as spouse.
- (4) Chymiak Investment LLC acquired 81,400 shares on 12/18/2008 through multiple purchases in the open market. The weighted average price of these purchases was \$2.05.
- (5) One year holding restriction on sale expiring 3/5/09.

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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