#### SMITH MICHAEL S

Form 4

September 23, 2009

### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SMITH MICHAEL S Issuer Symbol INFINITE GROUP INC [IMCI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_ Director 10% Owner Other (specify X\_ Officer (give title C/O INFINITE GROUP, INC., 60 09/21/2009 below) OFFICE PARK WAY PRESIDENT and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting PITTSFORD, NY 14534 Person

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Acq	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acqu Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		d of	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	09/21/2009		S <u>(1)</u>	7,000	D	\$ 0.41	328,000	I	By Wife
Common Stock							10,000	I	By Son

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

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# 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 Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 4, and 5	(Month/Day/Yea ive es d d		7. Title and 2. Underlying S (Instr. 3 and	Securities
				Code V	(A) ( <b>Γ</b>	Date Exercisable	Expiration Date	Title	Amount Number Shares
Nonqualified	\$ 1.375					12/31/1999	12/31/2009	Common Stock	10,00
Nonqualified	\$ 1.5					12/31/2000	12/31/2010	Common Stock	5,000
Nonqualified	\$ 2.53					12/31/2001	12/31/2011	Common Stock	5,000
Nonqualified	\$ 0.14					12/31/2002	12/31/2012	Common Stock	5,000
Qualified	\$ 0.05					05/05/2003	05/05/2013	Common Stock	500,00
Qualified	\$ 0.25					03/09/2005	03/09/2015	Common Stock	500,00
Qualified	\$ 0.16					02/05/2010(2)	02/04/2019	Common Stock	125,00

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Othe			
SMITH MICHAEL S C/O INFINITE GROUP, INC. 60 OFFICE PARK WAY PITTSFORD, NY 14534	X		PRESIDENT and CEO				

# **Signatures**

Michael S. Smith	09/23/2009			
**Signature of Reporting Person	Date			

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## **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) Effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person's wife in January 2009.
- (2) The options are exercisable to purchase one-third of the shares beginning on 2/5/10, the 1st anniversary date, and to purchase an additional one-third of the shares on each of the 2nd and 3rd anniversaries of the date of grant (2/5/09).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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.