

2 Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Brown, Mary E.

Full Name (Last name first, if individual)

101B N. Woodland Blvd., DeLand, FL 32720

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Carello, Joseph R.

Full Name (Last name first, if individual)

101B N. Woodland Blvd., DeLand, FL 32720

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Bradford, William K.

Full Name (Last name first, if individual)

101B N. Woodland Blvd., DeLand, FL 32720

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Storti, Susan

Full Name (Last name first, if individual)

101B N. Woodland Blvd., DeLand, FL 32720

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

1 Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No

Answer also in Appendix, Column 2, if filing under ULOE

2 What is the minimum investment that will be accepted from any individual? \$100.00

3 Does the offering permit joint ownership of a single unit? Yes No

4 Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only

Full Name (Last name first, if individual)

Franz, Susan

Business or Residence Address (Number and Street, City, State, Zip Code)

7445 Possum Hill Rd., Worden, IL 62097

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

- | | | | | | | | | | | | | |
|--|----|----|----|----|----|----|----|----|----|----|----|----|
| AL | AK | AZ | AR | CA | CO | CT | DE | DC | FL | GA | HI | ID |
| <input checked="" type="checkbox"/> IL | IN | IA | KS | KY | LA | ME | MD | MA | MI | MN | MS | MO |
| MT | NE | NV | NH | NJ | NM | NY | NC | ND | OH | OK | OR | PA |
| RI | SC | SD | TN | TX | UT | VT | VA | WA | WV | WI | WY | PR |

Full Name (Last name first, if individual)

Bartuska, George

Business or Residence Address (Number and Street, City, State, Zip Code)

Technology Resources Group, Inc., 1875 Walker Ave., Winter Park, FL 32789

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

- | | | | | | | | | | | | | |
|----|----|----|----|----|----|----|----|----|----|----|----|----|
| AL | AK | AZ | AR | CA | CO | CT | DE | DC | FL | GA | HI | ID |
| IL | IN | IA | KS | KY | LA | ME | MD | MA | MI | MN | MS | MO |
| MT | NE | NV | NH | NJ | NM | NY | NC | ND | OH | OK | OR | PA |
| RI | SC | SD | TN | TX | UT | VT | VA | WA | WV | WI | WY | PR |

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

- | | | | | | | | | | | | | |
|----|----|----|----|----|----|----|----|----|----|----|----|----|
| AL | AK | AZ | AR | CA | CO | CT | DE | DC | FL | GA | HI | ID |
| IL | IN | IA | KS | KY | LA | ME | MD | MA | MI | MN | MS | MO |
| MT | NE | NV | NH | NJ | NM | NY | NC | ND | OH | OK | OR | PA |
| RI | SC | SD | TN | TX | UT | VT | VA | WA | WV | WI | WY | PR |

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

1 Enter the aggregate offering price of securities included in this offering and the total amount already sold Enter "0" if the answer is "none" or "zero" If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$ "0"	\$ "0"
Equity	\$ 1.50	\$ 35,550.00
	<input checked="" type="checkbox"/> Common <input type="checkbox"/> Preferred	per share
Convertible Securities (including warrants)	\$ "0"	\$ "0"
Partnership Interests	\$ "0"	\$ "0"
Other (Specify _____)	\$ "0"	\$ "0"
Total	\$ 1.50	\$ 35,550.00

Answer also in Appendix, Column 3, if filing under ULOE

2 Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines Enter "0" if answer is "none" or "zero"

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	2	\$ 20,000.00
Non-accredited Investors	9	\$ 15,550.00
Total (for filings under Rule 504 only)	11	\$ 35,550.00

Answer also in Appendix, Column 4, if filing under ULOE

3 If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering Classify securities by type listed in Part C — Question 1

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505	"0"	\$
Regulation A	"0"	\$
Rule 504	"0"	\$
Total	"0"	\$

4 a Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering Exclude amounts relating solely to organization expenses of the insurer The information may be given as subject to future contingencies If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate

Transfer Agent's Fees	<input type="checkbox"/>	\$ "0"
Printing and Engraving Costs	<input checked="" type="checkbox"/>	\$ 500.00
Legal Fees	<input checked="" type="checkbox"/>	\$ 3,000.00
Accounting Fees	<input checked="" type="checkbox"/>	\$ 2,000.00
Engineering Fees	<input type="checkbox"/>	\$ "0"
Sales Commissions (specify finders' fees separately)	<input type="checkbox"/>	\$ "0"
Other Expenses (identify) <u>Finder's Fee</u>	<input type="checkbox"/>	\$ 3,550.00
Total	<input checked="" type="checkbox"/>	\$ 9,050.00

b Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4 This difference is the “adjusted gross proceeds to the issuer.”

\$ 965,950.00

5 Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4B above:

	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees <input checked="" type="checkbox"/>	\$ 160,000	\$ _____
Purchase of real estate <input type="checkbox"/>	\$ N/A	\$ _____
Purchase, rental or leasing and installation of machinery and equipment <input checked="" type="checkbox"/>	\$ 20,000	\$ _____
Construction or leasing of plant buildings and facilities <input type="checkbox"/>	\$ N/A	\$ _____
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) <input type="checkbox"/>	\$ N/A	\$ _____
Repayment of indebtedness <input checked="" type="checkbox"/>	\$ 40,000	\$ _____
Working capital <input checked="" type="checkbox"/>	\$ 42,000	\$ _____
Other (specify): <u>R&D, E&D</u> <input checked="" type="checkbox"/>	\$ 638,000	\$ _____
<u>Sales, Production</u>		
<u>Legal</u>	<input checked="" type="checkbox"/> \$ 75,000	<input type="checkbox"/> \$ _____
Column Totals <input checked="" type="checkbox"/>	\$ 975,000	\$ _____
Total Payments Listed (column totals added) <input type="checkbox"/>		\$ 975,000

The issuer has duly caused this notice to be signed by the undersigned duly authorized person If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502

Issuer (Print or Type) <u>Immuno-Genic Corp.</u>	Signature <i>Mary Brown</i>	Date <u>1-9-04</u>
Name of Signer (Print or Type) <u>Mary Brown</u>	Title of Signer (Print or Type) <u>President</u>	

Intentional misstatements or omissions of fact constitute federal criminal violations (See 18 U.S.C. 1001)

1 Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes No

See Appendix, Column 5, for state response

- 2 The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law
- 3 The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees
- 4 The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (U.L.O.E) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person

Issuer (Print or Type) Immuno-Genic Corp.	Signature <i>Mary Brown, Inc.</i>	Date 1-9-04
Name (Print or Type) Mary Brown	Title (Print or Type) President	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form One copy of every notice on Form D must be manually signed Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA									
CO									
CT									
DE									
DC									
FL	x		\$1.50 per share Common Stock	1	\$12,500				x
GA									
HI									
ID									
IL	x		\$1.50 per share Common Stock	1	\$7,500	9	\$15,550		x
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA									
MI									
MN									
MS									

1	2		3	4				5	
	Intend to sell to non-accredited investors in State (Part B-Item 1)			Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MO									
MT									
NE									
NV									
NH									
NJ									
NM									
NY									
NC									
ND									
OH									
OK									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
WV									
WI									

1	2		3	4				5	
	Intend to sell to non-accredited investors in State (Part B-Item 1)			Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY									
PR									