

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL						
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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 an Person - LAHAV J.	E. Ibbuch Hame and Hoker of Hading						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Officer (give title below)Other (specify below)					
18 CHEL	3. Date of Earliest Transaction (Month/Day/Year) 12/15/2004											
LIVINGST		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				
(City)								es Aco Own	cquired, Disposed of, or Beneficially med			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)				4. Securities Acquired (A) Disposed of (Instr. 3, 4 a)		or (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
				Code	v	Amount	(A) or (D)		(Instr. 3 and	or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	12/15/2004			Р		2,500	А	\$ 1.64	602,988	D		
Common Stock	12/15/2004			Р		2,500	А	\$ 1.63	605,488	D		
Common Stock	12/15/2004			Ρ		5,000	А	\$ 1.62	610,488	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

Relationshins

	(e.g., puts, calls, warrants, options, convertible securities)														
Security	2. Conversion or Exercise Price of Derivative Security		Execution Date,	4. Transac: Code (Instr. 8)		5. Numl of Deriv Secu Acqu (A) of Dispo of (D) (Instr 4, an	ative rities ired r osed ) : 3,	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		of Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant	\$ 1.75							<u>(1)</u>	07/30/2006	Common Stock	571,429		571,429	D	
Stock Option	\$ 2.75							(2)	09/20/2011	Common Stock	15,000		15,000	D	
Stock Option	\$ 2.58							<u>(3)</u>	11/06/2012	Common Stock	5,000		5,000	D	
Stock Option	\$ 1.99							<u>(4)</u>	07/29/2013	Common Stock	12,000		12,000	D	
Stock Option	\$ 1.70							<u>(5)</u>	07/28/2014	Common Stock	12,000		12,000	D	

## **Reporting Owners**

Dementing Oursey Manage / Address							
Reporting Owner Name / Address		10% Owner	Officer	Other			
LAHAV JACK 18 CHELSEA DRIVE LIVINGSTON, NJ 07039	х						

## Signatures

/s/ Jack Lahav	12/17/2004
-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) Purchased as part of a private placement offering unit in July 2001. Warrant is exerciseable over a period of five years upon grant date.
- (2) Stock Option granted 09/20/01 under the Company's 1992 Outside Director's Stock Plan. The Options vest fully six months from date of grant.
- (3) Stock Option granted 11/06/02 under the Company's 1992 Outside Director's Stock Plan. The Options vest fully six months from date of grant.
- (4) Stock Option granted 07/29/03 under the Company's 2003 Outside Director's Stock Plan. The Options vest fully six months from date of grant.
- (5) Stock Option granted 07/28/04 under the Company's 2003 Outside Director's Stock Plan. The Options vest fully six months from date of grant.

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.