

Ludlow Bonnie L
Form 3/A
March 26, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ludlow Bonnie L | | | (Month/Day/Year) | Intelli Check Mobilisa, Inc [IDN] | |
| (Last) | (First) | (Middle) | 03/14/2008 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 191 OTTO STREET | | | | (Check all applicable) | 03/26/2008 |
| (Street) | | | | <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| PORT | | | | <input type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| TOWNSEND,Â WAAÂ 98368 | | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common stock | 7,996,364 | D | Â |
| Common stock | 4,159,106 | I | See footnote <u>(1)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|--|---|
|--|--|---|---|--|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|---------------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Options (Right to buy) | 03/14/2008 ⁽²⁾ | 03/27/2013 | Common stock | 10,910 | \$ 0.23 | D | Â |
| Options (Right to buy) | 03/14/2008 ⁽²⁾ | 04/18/2016 | Common stock | 10,910 | \$ 0.46 | D | Â |
| Private call (Obligation to sell) ⁽³⁾ | 03/14/2008 | 03/14/2011 | Common stock | 310,935 | \$ 0.46 | D | Â |
| Private call (Obligation to sell) ⁽³⁾ | 03/14/2010 | 03/14/2011 | Common stock | 545,500 | \$ 0.46 | D | Â |
| Private call (Obligation to sell) ⁽⁴⁾ | 03/14/2008 | 03/14/2011 | Common stock | 218,200 | \$ 0.46 | D | Â |
| Private call (Obligation to sell) ⁽⁵⁾ | 03/14/2008 | 03/14/2011 | Common stock | 92,735 | \$ 0.46 | D | Â |
| Private call (Obligation to sell) ⁽⁶⁾ | 03/14/2008 | 03/14/2011 | Common stock | 92,735 | \$ 0.46 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Ludlow Bonnie L 191 OTTO STREET PORT TOWNSEND, WA 98368 | Â X | Â X | Â | Â |

Signatures

Christopher H. Cunningham,
Attorney-in-fact

03/26/2008

 Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Represents shares owned by Ms. Ludlow's spouse as to which she disclaims beneficial ownership.
- (2) Options subject to the grant are fully exercisable.
- (3) Ms. Ludlow has the obligation to sell said shares pursuant to Grant of Call Right Agreements with Steven Williams, a officer of the company, entered into in April, 2007.
- (4) Ms. Ludlow has the obligation to sell said shares pursuant to a Grant of Call Right Agreement with John Paxton, a director of the company, entered into in April 2007.
- (5) Ms. Ludlow has the obligation to sell said shares pursuant to a Grant of Call Right Agreement with Claudia Monroe, an employee of the company, entered into in April 2007.
- (6) Ms. Ludlow has the obligation to sell said shares pursuant to a Grant of Call Right Agreements with Kenna Pope, an employee of the company, entered into in April, 2007.

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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.