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IMMUCEL Form 4 June 06, 200	L CORP /DE/									
FORM	ЛЛ						OMB A	PPROVAL		
	Washington, D.C. 20549						OMB Number:	3235-0287		
Check th if no lon	ger	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31, 2005		
subject t Section Form 4 c	0 16.							Estimated average burden hours per response 0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a	a) of the Pu		nge Act of 1934, t of 1935 or Section 1940						
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> BRIGHAM MICHAEL F			2. Issuer Name an mbol MUCELL C		-	5. Relationship of Issuer	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	(Middle) IMMUCELL CORP /DE/ [ICCC] 3. Date of Earliest Transaction				(Checl	(Check all applicable)			
C/O IMMUCELL CORP, 56 EVERGREEN DRIVE			1000 June of Earliest (1000 June 10 J	Tunsuetron		below)	XOfficer (give titleOther (specify			
			If Amendment, I led(Month/Day/Ye	-	1	Applicable Line)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PORTLAN	D 04103					Form filed by M Person	lore than One Re	porting		
(City)	(State)	(Zip)	Table I - Non-	Derivative	Securities A	Acquired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution D any	3. Transacti Code Year) (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4	ed of (D)	d (A) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock, par value \$0.10 per share	06/06/2005		Code V	Amount 10,500	(D) Pr	(Instr. 3 and 4) 375 95,776	D			

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive stock options (right to buy)	\$ 1.9375	06/06/2005		М	10,500	06/23/1998	06/23/2005	common stock	10,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BRIGHAM MICHAEL F C/O IMMUCELL CORP 56 EVERGREEN DRIVE PORTLAND 04103			President & CEO				
Signatures							
/s/ Michael F. Brigham, President & CEO		06/06/2005					
**Signature of Reporting Person		Da	ate				
Explanation of Responses:							

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).

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.