

BROGDON CONNIE B
Form 4/A
December 31, 2009

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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 *
BROGDON CONNIE B

2. Issuer Name and Ticker or Trading Symbol
ADCARE HEALTH SYSTEMS INC
[ADK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
593 ATLANTA STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2009

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

ROSWELL, GA 30075

4. If Amendment, Date Original Filed(Month/Day/Year)
12/28/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock ⁽¹⁾ | 12/23/2009 | | P | 9,300 A | \$ 3,243 | 299,141 | D |
| Common Stock ⁽¹⁾ | | | | | 16,500 | I | As UGMA custodian for daughter |
| Common Stock ⁽¹⁾ | | | | | 78,561 | I | By spouse |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (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
(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| <u>Warrant</u> (2) | \$ 2.5 | 12/23/2009 | | P | 4,500 | (3) 12/07/2014 | Common Stock | 4,500 |
| <u>Warrant</u> (2) | \$ 2.5 | | | | | (3) 12/07/2014 | Common Stock | 113,900 |
| <u>Warrant</u> (2) | \$ 2.5 | | | | | (3) 12/07/2014 | Common Stock | 85,392 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BROGDON CONNIE B 593 ATLANTA STREET ROSWELL, GA 30075 | | | X | |

Signatures

/s/ Connie B.
Brogdon

12/31/2009

**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) The purchase transaction was previously reported on the original filing of this report. This amendment is being filed to include all holdings of the securities of the same class as the security in the previously reported transaction.

(2)

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The purchase transaction was previously reported on the original filing of this report. This amendment is being filed to (i) include all holdings of the securities of the same class as the security in the previously reported transaction and (ii) accurately reflect the exercise price and expiration date of the Warrants.

(3) The Warrants are currently exercisable.

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

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