

iDNA, Inc.
Form 4
May 01, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MCNAMARA JAMES J

(Last) (First) (Middle)

C/O IDNA, INC., 415 MADISON AVENUE, 7TH FLOOR

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
iDNA, Inc. [IDAI.OB]

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |
| Common Stock, par value \$0.05 | 04/24/2008 | | A ⁽¹⁾ | 125,000 | A \$ 0 | 2,760,075 | D |

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

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SEC 1474 (9-02)

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

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| 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 |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|-------------------------------|
| Employee Stock Option-Right to Buy Common Stock ⁽²⁾ | \$ 0.61 | | | | | Date Exercisable: 11/29/2006 Expiration Date: 11/29/2013 | Common Stock | 125,000 |
| Employee Stock Option-Right to Buy Common Stock ⁽²⁾ | \$ 0.73 | | | | | Date Exercisable: 11/29/2007 Expiration Date: 11/29/2013 | Common Stock | 125,000 |
| Employee Stock Option-Right to Buy Common Stock ⁽²⁾ | \$ 0.88 | | | | | Date Exercisable: 11/29/2008 Expiration Date: 11/29/2013 | Common Stock | 125,000 |
| Employee Stock Option-Right to Buy Common Stock ⁽²⁾ | \$ 1.05 | | | | | Date Exercisable: 11/29/2009 Expiration Date: 11/29/2013 | Common Stock | 125,000 |
| Employee Stock Option-Right to Buy Common Stock ⁽²⁾ | \$ 0.66 | | | | | Date Exercisable: 12/16/2000 Expiration Date: 12/16/2010 | Common Stock | 350,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCNAMARA JAMES J C/O IDNA, INC., 415 MADISON AVENUE 7TH FLOOR NEW YORK, NY 10017 | X | X | Chief Executive Officer | |

Signatures

/s/ James J.

McNamara

05/01/2008

**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 transaction reported in this row consisted of a grant of restricted stock by the Issuer to the Reporting Person. The shares vested entirely on the date of grant.
 - (2) The Reporting Person has not engaged in any reportable transactions with respect to the derivative securities of the Issuer reported in this row and is including his ownership of these securities for informational purposes only in this Form 4.

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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