INFONOW CORP /
Form 3
April 11, 2006

FORM 3

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

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

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person [*] Â Halo Technology Holdings, Inc.	2. Date of Event Requiring Statement (Month/Day/Year) 12/23/2005	3. Issuer Name **and** Ticker or Trading Symbol INFONOW CORP / [INOW]
(Last)　　(First)　　(Middle)		

	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)

200 RAILROAD
AVENUE,Â THIRD FLOOR

(Street)

(Check all applicable)

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

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

GREENWICH,Â CTÂ 06830

(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, par value $0.001	65,000	D	Â
Common Stock, par value $0.001	2,190,867 [(1)]	I	See footnote (1)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Halo Technology Holdings, Inc. 200 RAILROAD AVENUE THIRD FLOOR GREENWICH, CT 06830	Â	Â X	Â	Â

Signatures

Ernest C. Mysogland as Attorney in Fact	04/11/2006
**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) The reporting person does not have a pecuniary interest in these shares of common stock of the Issuer. However, the reporting person is deemed to be a beneficial owner of over 10% of the Issuer's common stock by virtue of having entered into a stockholder voting agreement (the "Stockholder Agreement") as of December 23, 2005 with certain stockholders of the Issuer. Pursuant to the Stockholder Agreement, the reporting person was granted the power to control voting of 2,190,867 shares, which include 560,632 shares of common stock and immediately exercisable options and warrants to purchase 1,630,235 shares of common stock, constituting approximately 18.7% of the outstanding shares of common stock of the Issuer.

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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