

BROGDON CONNIE B
 Form 4
 July 22, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
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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)
07/18/2008

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

ROSWELL, GA 30075
 (City) (State) (Zip)

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

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 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

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Derivative Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant	\$ 0.32	07/18/2008				P		9,300		(1)	11/10/2011	Common Stock	9,300

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
07/21/2008
Date

**Signature of
Reporting Person

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 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. 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. S&P SMLCP GROW 464287887 1,992 27,439 SH SOLE 27,259 30 150 ISHARES TR S&P SMLCP VALU 464287879 47 650 SH OTHER 650 ISHARES TR S&P SMLCP VALU 464287879 872 12,133 SH SOLE 12,133 ISHARES TR S&P500 GRW 464287309 937 14,280 SH SOLE 14,280 ISHARES TR US PFD STK IDX 464288687 233 6,015 SH SOLE 6,015 ISHARES TR BARCLYS TIPS BD 464287176 41 380 SH SOLE 380 ISHARES TR RUSL 2000 VALU 464287630 361 5,080 SH SOLE 5,080 JOHNSON & JOHNSON COM 478160104 342 5,530 SH OTHER 700 4830 JOHNSON & JOHNSON COM 478160104 3,301 53,374 SH SOLE 52,824 450 100 JPMORGAN CHASE & CO COM 46625H100 55 1,300 SH OTHER 900 400 JPMORGAN CHASE & CO COM 46625H100 2,770 65,304 SH SOLE 64,079 1125 100 KIMBERLY CLARK CORP COM 494368103 22 342 SH OTHER 342 KIMBERLY CLARK CORP COM 494368103 1,374 21,800 SH SOLE 21,175 525 100 KRAFT FOODS INC CL A 50075N104 8 259 SH OTHER 259 KRAFT FOODS INC CL A 50075N104 877 27,845 SH SOLE 27,845 L-3 COMMUNICATIONS HLDGS INC COM 502424104 7 100 SH OTHER 100 L-3 COMMUNICATIONS HLDGS INC COM 502424104 273 3,875 SH SOLE 3,875 LILLY ELI & CO COM 532457108 23 650 SH OTHER 650 LILLY ELI & CO COM 532457108 277 7,914 SH SOLE 7,364 450 100 LINCOLN NATL CORP IND COM 534187109 692 24,876 SH SOLE 24,876 MCDONALDS CORP COM 580135101 36 464 SH OTHER 464 MCDONALDS CORP COM 580135101 1,543 20,111 SH SOLE 19,411 600 100 MEDTRONIC INC COM 585055106 11 305 SH OTHER 305 MEDTRONIC INC COM 585055106 822 22,165 SH

SOLE 22,165 MERCK & CO INC NEW COM 58933Y105 57 1,577 SH OTHER 1,269 308 MERCK & CO INC
NEW COM 58933Y105 1,834 50,903 SH SOLE 50,753 150 MGM RESORTS INTERNATIONAL COM 552953101
3 200 SH SOLE 200 MICROSOFT CORP COM 594918104 28 1,000 SH OTHER 1,000 MICROSOFT CORP COM
594918104 636 22,796 SH SOLE 21,196 1400 200 MONSANTO CO NEW COM 61166W101 5 77 SH OTHER 61
16 MONSANTO CO NEW COM 61166W101 735 10,549 SH SOLE 10,549 MORGAN STANLEY COM NEW
617446448 9 347 SH OTHER 97 250 MORGAN STANLEY COM NEW 617446448 1,348 49,546 SH SOLE 49,096
450 MOTOROLA INC COM 620076109 9 1,000 SH SOLE 1,000 NATIONAL HEALTH INVS INC COM
63633D104 758 16,836 SH SOLE 16,336 500 NATIONAL HEALTHCARE CORP COM 635906100 379 8,191 SH
SOLE 8,091 100 NATIONAL HEALTHCARE CORP PFD CONV SER A 635906209 252 18,314 SH SOLE 18,314
NATIONAL OILWELL VARCO INC COM 637071101 50 738 SH OTHER 438 300 NATIONAL OILWELL
VARCO INC COM 637071101 3,348 49,777 SH SOLE 49,777 NEW YORK CMNTY BANCORP INC COM
649445103 24 1,250 SH OTHER 1,250 NEW YORK CMNTY BANCORP INC COM 649445103 518 27,500 SH
SOLE 25,100 1750 650 NIKE INC CL B 654106103 52 609 SH OTHER 509 100 NIKE INC CL B 654106103 2,423
28,366 SH SOLE 27,766 500 100 NORFOLK SOUTHERN CORP COM 655844108 6 100 SH OTHER 100
NORFOLK SOUTHERN CORP COM 655844108 220 3,510 SH SOLE 3,285 225 NORTHERN TR CORP COM
665859104 11 200 SH SOLE 200 ORACLE CORP COM 68389X105 77 2,454 SH OTHER 1,704 750 ORACLE
CORP COM 68389X105 2,853 91,151 SH SOLE 89,451 1500 200 PEABODY ENERGY CORP COM 704549104
10 150 SH OTHER 150 PEABODY ENERGY CORP COM 704549104 295 4,610 SH SOLE 4,610 PEPSICO INC
COM 713448108 306 4,683 SH OTHER 1,850 2833 PEPSICO INC COM 713448108 3,882 59,418 SH SOLE 58,318
900 200 PFIZER INC COM 717081103 1,017 58,073 SH SOLE 57,573 500 PHILIP MORRIS INTL INC COM
718172109 762 13,012 SH SOLE 13,012 PIEDMONT NAT GAS INC COM 720186105 395 14,112 SH SOLE
14,112 PINNACLE FINL PARTNERS INC COM 72346Q104 4,750 349,807 SH SOLE 329,168 20639 POWERSHS
DB MULTI SECT COMM DB PREC MTL 73936B200 586 11,315 SH SOLE 11,315 PROCTER & GAMBLE CO
COM 742718109 48 750 SH OTHER 750 PROCTER & GAMBLE CO COM 742718109 1,926 29,935 SH SOLE
28,835 900 200 PROGRESS ENERGY INC COM 743263105 13 300 SH OTHER 300 PROGRESS ENERGY INC
COM 743263105 425 9,765 SH SOLE 9,270 350 145 PROSHARES TR PSHS ULTSH 20YRS 74347R297 257
6,950 SH SOLE 6,950 PRUDENTIAL FINL INC COM 744320102 47 797 SH OTHER 797 PRUDENTIAL FINL
INC COM 744320102 1,808 30,785 SH SOLE 30,035 650 100 QUALCOMM INC COM 747525103 49 999 SH
OTHER 649 350 QUALCOMM INC COM 747525103 1,982 40,052 SH SOLE 40,052 REGIONS FINANCIAL
CORP NEW COM 7591EP100 23 3,282 SH OTHER 3282 REGIONS FINANCIAL CORP NEW COM 7591EP100
1,701 242,968 SH SOLE 235,941 7027 REPSOL YPF S A SPONSORED ADR 76026T205 39 1,400 SH SOLE 1,400
RESEARCH IN MOTION LTD COM 760975102 262 4,504 SH SOLE 4,504 SCHLUMBERGER LTD COM
806857108 29 349 SH OTHER 349 SCHLUMBERGER LTD COM 806857108 2,366 28,341 SH SOLE 28,341
SHERWIN WILLIAMS CO COM 824348106 260 3,110 SH SOLE 3,110 SIGMA ALDRICH CORP COM
826552101 13 198 SH OTHER 98 100 SIGMA ALDRICH CORP COM 826552101 1,721 25,863 SH SOLE 25,863
SOUTHERN CO COM 842587107 22 578 SH OTHER 578 SOUTHERN CO COM 842587107 1,707 44,654 SH
SOLE 43,704 500 450 SPDR GOLD TRUST GOLD SHS 78463V107 296 2,135 SH SOLE 2,135 SPDR S&P 500
ETF TR TR UNIT 78462F103 677 5,385 SH SOLE 5,385 SPDR SERIES TRUST DJ SML GRWTH ETF
78464A201 752 6,901 SH SOLE 6,901 SPDR SERIES TRUST DL SML VALUE ETF 78464A300 613 8,885 SH
SOLE 8,885 SPDR S&P MIDCAP 400 ETF TR UT SER1 S&PDCRP 78467Y107 26 156 SH SOLE 156 SPECTRA
ENERGY CORP COM 847560109 17 700 SH OTHER 700 SPECTRA ENERGY CORP COM 847560109 571
22,850 SH SOLE 22,760 90 STRYKER CORP COM 863667101 4 80 SH SOLE 80 SUNTRUST BKS INC COM
867914103 556 18,853 SH SOLE 18,853 TEVA PHARMACEUTICAL INDS LTD ADR 881624209 22 418 SH
OTHER 418 TEVA PHARMACEUTICAL INDS LTD ADR 881624209 1,066 20,447 SH SOLE 20,347 100 UNION
PAC CORP COM 907818108 23 250 SH OTHER 140 110 UNION PAC CORP COM 907818108 1,866 20,144 SH
SOLE 20,144 UNITED TECHNOLOGIES CORP COM 913017109 28 350 SH OTHER 350 UNITED
TECHNOLOGIES CORP COM 913017109 754 9,573 SH SOLE 8,898 575 100 VANGUARD BD INDEX FD INC
SHORT TRM BOND 921937827 2,376 29,530 SH SOLE 29,530 VANGUARD INTL EQUITY INDEX F EMR
MKT ETF 922042858 26 550 SH SOLE 550 VANGUARD INDEX FDS STK MRK ETF 922908769 357 5,500 SH
SOLE 5,500 VERIZON COMMUNICATIONS INC COM 92343V104 63 1,750 SH OTHER 1,250 500 VERIZON
COMMUNICATIONS INC COM 92343V104 1,547 43,240 SH SOLE 41,007 1400 833 WAL MART STORES INC

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COM 931142103 38 700 SH OTHER 700 WAL MART STORES INC COM 931142103 983 18,230 SH SOLE
17,530 300 400 WELLS FARGO & CO NEW COM 949746101 54 1,750 SH OTHER 1,250 500 WELLS FARGO &
CO NEW COM 949746101 1,924 62,083 SH SOLE 61,583 500 YUM BRANDS INC COM 988498101 15 308 SH
OTHER 308 YUM BRANDS INC COM 988498101 679 13,851 SH SOLE 13,851