PHOTONIC PRODUCTS GROUP INC

Form 144 May 30, 2008

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FORM 144 NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION:

1(d)

Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or

executing a sale directly with a market maker.

1 (a) NAME OF ISSUER (Please type or print)

(b) IRS IDENT. NO.

(c) S.E.C. FILE NO.

WORK LOCATION

Photonic Products Group, Inc. ADDRESS OF

22-2003247

0-11668

ISSUER

STREET

CITY

STATE ZIP CODE

(e) TELEPHONE NO.

181 Legrand Avenue

Northvale

NI 07647 **AREA**

CODE

NUMBER

NAME OF PERSON FOR WHOSE 2(a)

(b)RELATIONSHIP

(c)ADDRESS STREET

767-1910 201 CITY STATE ZIP CODE

TO ISSUER

ACCOUNT THE SECURITIES ARE TO BE SOLD

Daniel Lehrfeld

Officer

181 Legrand Avenue

Northvale NJ

07647

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) (b) Title of the Class of Securities	Name and Address of Each Broker ONLY Through Whom the Broker-De: Securities are to be Offered or Each Market Maker who	Number of Shares	Aggregate Market	(e) Number of Shares or Other Units Outstanding	Approximate Date of Sale (See instr.	Name of Each Securities Exchange
To Be	is Acquiring the	(See instr.	(See instr.	(See instr.	(MO. DAY	(See instr.
Sold	Securities	<i>3(c))</i>	3(d)	3(e))	YR.)	3(g))
Common Stock First	Clearing, LLC	50,000	\$200,000	10,967,341	06/02/08	

10700 Wheat First Drive

PO Box 5500

Glen Allen, VA 23058

INSTRUCTIONS:

- 1.(a) Name of issuer
 - (b) Issuer s I.R.S. Identification Number
 - (c) Issuer s S.E.C. file number, if any (d) Issuer s address, including zip code
- 3.(a) Title of the class of securities to be sold
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice

- (e) Issuer s telephone number, including area code
- 2.(a) Name of person for whose account the securities are to be sold
 - (b) Such person s relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
- (c) Such person s address, including zip code
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

SEC 1147 (02-08)

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

	Name of Person from Whom								
			Acquired	Amount of					
Title of the	Date you	Nature of Acquisition	(If gift, also give date donor	Securities	Date of				
Class	Acquired	Transaction	acquired)	Acquired	Payment	Nature of Payment			
	_	Simultanious exercise of stock	_	_					
Common Stock		option grant and sale of common	Photonic Products Group, Inc.	50,000	06/02/08	Cash			
	06/02//2008	stock	•						

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Amount of Title of Securities Sold Name and Address of Seller Date of Sale Securities Sold Gross Proceeds None

REMARKS: For this series of transactions, at no time will the total number of securities sold in the prior 90 days exceed 1% of the total number of Common Shares Outstanding.

INSTRUCTIONS:

See the definition of person in paragraph (a) of Rule 144. Information The person for whose account the securities to which this notice is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

06/02/08 DATE OF NOTICE /s/ Daniel Lehrfeld (SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)