## Edgar Filing: MCF CORP - Form 4

MCF CORP												
Form 4												
October 23, 2	2007											
FORM	1 4									-	PPROVAL	
	UNITE	D STATE:		ITIES A				NGE (	COMMISSION	OMB Number:	3235-0287	
Check this box if no longer										Expires:	January 31,	
subject to	ŚTATH	CMENT O	F CHAN	GES IN	GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated a	2005 average	
Section 1				SECUI						burden hours per		
Form 4 or							response	response 0.5				
Form 5 obligatior	• •							-	ge Act of 1934,			
may conti	Section 1			•		•	· ·		f 1935 or Sectio	n		
See Instru		30(h)	) of the Inv	vestmen	t C	ompan	y Act	of 19	40			
1(b).												
(Print or Type R	Responses)											
(i init of Type i	(coponses)											
1. Name and A	ddress of Reportin	ng Person <sup>*</sup>	2 Issuer	Name an	тb	icker or '	Tradin	σ	5. Relationship of Reporting Person(s) to			
Potter Scott Symbol				Ũ				5	Issuer	1 0		
				CF CORP [MEM]								
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Chec				ck all applicable)					
			onth/Day/Year)					X Director	10%	6 Owner		
600 CALIFO	ORNIA STREE	ET. 9TH	05/04/20	•					Officer (give		er (specify	
FLOOR		, -	00/01/20						below)	below)		
	(Street)		4 If Amer	ndment D	ate	Original			6 Individual or I	oint/Groun Fili	nø(Check	
			If Amendment, Date Original ed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)				
					. ,				_X_ Form filed by			
SAN FRAN	CISCO, CA 94	108							Form filed by N Person	More than One Ro	eporting	
(City)	(State)	(Zip)										
(City)	(State)	(Zip)	Table	e I - Non-l	Der	vivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of	2. Transaction D			3.		4. Securi			5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Yes		ion Date, if	TransactionAcquired (A) or Code Disposed of (D)					Securities Beneficially	Form: Direct (D) or	Indirect Beneficial	
(IIIsu. 5)		any (Month	/Day/Year)	(Instr. 8	····				Owned	Indirect (I)	Ownership	
					- /	Following						
							(A)		Reported			
							or		Transaction(s) (Instr. 3 and 4)			
~				Code	V	Amount	(D)	Price	(msu. 5 anu 4)			
Common Stock $(1)$	05/04/2007			А		1,250	А	\$0	16,612	D		

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.

 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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date		Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting officer (unit) (rear out	Director	10% Owner	Officer	Other			
Potter Scott 600 CALIFORNIA STREET 9TH FLOOR SAN FRANCISCO, CA 94108	Х						
Signatures							
Scott Potter 10/	23/2007						
<u>**</u> Signature of	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) Restricted stock granted from MCF Corporation 2006 Directors' Stock Option and Incentive Plan as compensation for Board of Director Services.

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. (2)The phantom stock units become payable in common stock (or in certain cases in cash) upon (unless the reporting person elects otherwise in accordance with the documents governing the applicable program) the earlier of (i) the January 1 coincident with or next following the earlier of (A) the reporting person's ceasing to be a director, and (B) the reporting person's death, and (ii) a change of control of the Company (as determined under such governing documents). In addition, the reporting person (i) has been permitted to elect to receive distributions in the form of installment payments, and (ii) may be permitted to receive distributions for certain unforeseeable emergencies.

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**Reporting Person**