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COHEN PAUL Form 4 December 12, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

		_	Company Act of 1940	00 01					
[_] Check box if no longer subject to Section 16. Form 4 or Form 5 obligat may continue. See Instruction 1(b).									
1.	Name and Address of Re	porting Person*							
Coh	en	Paul							
	Last) Majestic Drive	(First)	(Middle)						
Dix	Hills	(Street) New York	11746						
(City)	(State)	(Zip)						
		Intelli-Check, Inc	: (IDN)						
2.	Issuer Name and Ticker								
3.	IRS Identification Num	ber of Reporting Pe	erson, if an Entity (Vo	luntary)					
4.	Statement for Month/Ye	ar							
	Decem	ber 10, 2002							
5.	If Amendment, Date of	Original (Month/Yea	ar)						
6.	Relationship of Report (Check all applicable)	ing Person to Issue	er						
	<pre>[X] Director [] Officer (give tit</pre>	le below)	[] 10% Owner [] Other (specify b	elow)					
Titl	e if applicable:								
7.	Individual or Joint/Gr [X] Form filed by one	Reporting Person							
	[] Form filed by mor	e than one Reportir	ıg Person						

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Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

or beneficially owned

	2.	Code		4. Securities Acor Disposed of (Instr. 3, 4	(A)	
1.	Transaction	(Instr.	8)		(A)	
Title of Security	Date			Amount	or	Price
(Instr. 3)	(mm/dd/yy)	Code	V		(D)	
Common Stock, \$.01 par value	12/10/02*	S		1,000	D	\$8.75

Reminder: Report on a separate line for each class of securities beneficially owned directly or +If the form is filed by more than one reporting person, see Instruction 4(b)(v).

*These sales were made by Investec Ernst as Pledgee of Mr. Cohen's shares.

**Mr. Cohen disclaims beneficial ownership of these shares.

(Over)

FORM 4 (continued)

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

._____

	2.							
	Conver-			5.			7.	
	sion			Number of			Title and	l Amount
	or			Derivative	6.		of Underl	ying
	Exer-		4.	Securities	Date		Securitie	S
	cise	3.	Trans-	Acquired (A)	Exercisa	ble and	(Instr. 3	and 4)
	Price	Trans-	action	or Disposed	Expirati	on Date		
1.	of	action	Code	of(D)	(Month/D	ay/Year)		Amount
Title of	Deriv-	Date	(Instr.	(Instr. 3,				or
Derivative	ative	(Month/	8)	4 and 5)	Date	Expira-		Number
Security	Secur-	Day/			Exer-	tion		of
(Instr. 3)	ity	Year)	Code V	(A) (D)	cisable	Date	Title	Shares

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Rights	S8.50	12/10/02	D		100			
Options(Right to	Buy \$2.80	07/15/02	A	45,000	*Current	07/15/07	Common Stock	45,00
Options(Right to	Buy) \$2.80	07/15/02	A	1,500	Current	07/15/07		1,50
Rights	\$8.50	12/01	A	400	Current	04/04/03		40
Rights	\$8.50	10/05/01	A	5,050#	Current	04/04/03		5,050
Rights	\$8.50	11/13/01	A	6,038	Current	04/04/03		6,03
Rights	\$8.50	10/05/01	A	4,762	Current	04/04/03		4,76
Options(Right to	Buy)\$3.00	06/25/98	A	15,000	Current	08/25/03		15,00
Options(Right to	Buy)\$3.00	08/16/99	A	45,000	Current	08/16/04	Common Stock	45,00
Warrants	\$3.00	09/99	A	2,500		11/04	Common Stock	2,50
Options(Right to	Buy) \$12.125	03/13/00	A	3,000	Current	03/13/05	Common Stock	3,00
Options(Right to	Buy)\$8.75	07/13/00	A	1,500	Current	07/13/00	Common Stock	1,50
Options(Right to	Buy) \$10.15	07/11/01	===:	1,500	===========	07/11/06	Common	1,50

Explanation of Responses:

EXPLANATION OF RESPONSES:

THESE RIGHTS ATTACH TO THE SHARES OWNED BY MR. COHEN'S SPOUSE AND DAUGHTER. MR. COHEN DISCLAIMS BENEFICIAL OWNERSHIP OF THESE RIGHTS AND THE SHARES UNDERLYING THEM.

UPON A TRANSFER OF SHARES TO WHICH THE RIGHTS ATTACH THE RIGHTS ARE NO LONGER EXERCISABLE.

*CURRENTLY EXERCISABLE TO THE EXTENT OF 15,000, WITH AN ADDITIONAL 15,000 BECOMING EXERCISABLE ON EACH OF THE NEXT

TWO ANNIVERSARIES OF THE DATE OF GRANT PROVIDED THE REPORTING PERSON REMAINS A MEMBER OF THE BOARD OF DIRECTORS.

**INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS CONSTITUTE FEDERAL CRIMINAL VIOLATIONS.

SEE 18 U.S.C. 1001 AND 15 U.S.C. 78FF(A).

/S/ PAUL

***SIGNATURE PAUL COHEN

***THE DISPOSAL OF THESE RIGHTS WAS DUE TO SALES OF SHARES BY INVESTEC ERNST AS PLEDGEE OF MR. COHEN'S SHARES

NOTE: FILE THREE COPIES OF THIS FORM, ONE OF WHICH MUST BE MANUALLY SIGNED. IF SPACE PROVIDED 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.