

CAREGUIDE INC

Form 4

July 16, 2008

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
 Expires: January 31,  
 2005  
 Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Condron Michael J

(Last) (First) (Middle)

C/O CAREGUIDE, INC., 4401 N.W.  
 124TH AVENUE

(Street)

CORAL SPRINGS, FL 33065

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
 Symbol  
 CAREGUIDE INC [CGDE]

3. Date of Earliest Transaction  
 (Month/Day/Year)

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

5. Relationship of Reporting Person(s) to  
 Issuer

(Check all applicable)

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

Executive Vice Chairman

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | 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  
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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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|

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| (Instr. 3)                           | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |           | Date Exercisable | Expiration<br>Date        | Title      | Am<br>Num<br>Shar |     |
|--------------------------------------|------------------------------------|------------------|------------|------------------------------------------------------------|-----------|------------------|---------------------------|------------|-------------------|-----|
|                                      |                                    |                  | Code       | V                                                          | (A)       | (D)              |                           |            |                   |     |
| Stock<br>Option<br>(right to<br>buy) | \$ 0.12                            | 07/14/2008       | A          |                                                            | 6,315,789 |                  | 08/07/2008 <sup>(1)</sup> | 07/13/2018 | Common<br>Stock   | 6,3 |

## Reporting Owners

| Reporting Owner Name / Address                                                                | Relationships |           |                         |       |
|-----------------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                                               | Director      | 10% Owner | Officer                 | Other |
| Condron Michael J<br>C/O CAREGUIDE, INC.<br>4401 N.W. 124TH AVENUE<br>CORAL SPRINGS, FL 33065 | X             |           | Executive Vice Chairman |       |

## Signatures

/s/ Brian F. Leaf,  
attorney-in-fact

07/16/2008

\_\_Signature of Reporting Person

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) This option vests in 48 monthly installments beginning August 7, 2008.

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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