## Edgar Filing: AQUACELL TECHNOLOGIES INC - Form 4

AQUACELL TECHNOI Form 4 February 28, 2006	LOGIES INC							
FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check this box if no longer subject to Section 16. Form 4 or Form 5 						OMB Number: Expires: Estimated a burden hour response		
may continue. See Instruction 1(b). (Print or Type Responses)			stment Company	•				
1. Name and Address of Repo BERGENFIELD GLEN	Symbol AQUACE	2. Issuer Name <b>and</b> Ticker or Trading Symbol AQUACELL TECHNOLOGIES INC [AQUA]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			of Earliest Transaction /Day/Year) /2006		_X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street) 4. If Amendra Filed(Month/I RANCHO CUCAMONGA, CA 91730			Day/Year) Applicable Line) _X_ Form filed by O			int/Group Filing(Check One Reporting Person fore than One Reporting		
(City) (State)								
Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year) (Month/Day/Year)			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
COMMON STOCK					796,700	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)

## 1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amoun Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Underlying Securit (Instr. 3 and 4) Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Aı Date Expiration or Title Exercisable Date Nι (D) Code V (A) of COMMON STOCK COMMON \$ 0.21 02/23/2006 25,000 02/23/2006 02/23/2016 2Α PURCHASE STOCK **OPTIONS Reporting Owners** Relationships **Reporting Owner Name / Address** 10% Owner Officer Other Director **BERGENFIELD GLENN** Х 10410 TRADEMARK STREET RANCHO CUCAMONGA, CA 91730 Signatures HAROLD W. PAUL, ATTORNEY-IN-FACT FOR GLENN 02/27/2006 BERGENFIELD \*\*Signature of Reporting Person Date

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## 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).

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.