

QUANTUM GROUP INC /FL
Form 4
December 20, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GUILLAMA NOEL J

2. Issuer Name and Ticker or Trading Symbol
QUANTUM GROUP INC /FL [QGP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3420 FAIRLANE FARMS ROAD, SUITE C
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/18/2007

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

WELLINGTON, FL 33414

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock	12/18/2007		A		132,996	A	\$ 3.33
					824,819	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Warrant Class A <u>(1)</u>	\$ 7	12/18/2007		A		88,664		01/12/2008	12/12/2014	Common Stock	88,664
Warrant Class B <u>(1)</u>	\$ 11	12/18/2007		A		88,664		01/12/2008	12/12/2014	Common Stock	88,664
Options	\$ 3.5	12/18/2007		A		200,000		12/18/2007	12/18/2017	Common Stock	200,000
Options	<u>(1)</u>	12/18/2007		A		30,000		12/18/2008	12/18/2018	Common Stock	30,000
Options	<u>(1)</u>	12/18/2007		A		40,000		12/18/2009	12/18/2019	Common Stock	40,000
Options	<u>(1)</u>	12/18/2007		A		50,000		12/18/2010	12/18/2020	Common Stock	50,000
Options	<u>(1)</u>	12/18/2007		A		60,000		12/18/2011	12/18/2021	Common Stock	60,000
Options	<u>(1)</u>	12/18/2007		A		70,000		12/18/2012	12/18/2022	Common Stock	70,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUILLAMA NOEL J 3420 FAIRLANE FARMS ROAD SUITE C WELLINGTON, FL 33414	X	X	President	

Signatures

/s/ Noel J. Guillama 12/20/2007

**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) Options granted under 5 year employment contract. Exercise price is determined by the volume weighted average price for the 30 days period prior to the anniversary of effectiveness of the employment contract..

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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