

CANTONE ANTHONY J  
 Form 3  
 July 13, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â CANTONE ANTHONY J</p> <p>(Last) (First) (Middle)</p> <p>766 SHREWSBURY AVENUE</p> <p>(Street)</p> <p>TINTON FALLS,Â NJÂ 07724</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/02/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ADCARE HEALTH SYSTEMS INC [ADK]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X_ 10% Owner                  ___ Officer ___ Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>_X_ Form filed by One Reporting Person                  ___ Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	50,000	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Warrants to purchase common stock	09/30/2010	09/30/2013	Common Stock	324,350	\$ 4.13	I	Affiliate
Convertible Note	09/30/2010	09/30/2013	Common Stock	204,600	\$ 4.13	I	Affiliate
Warrants to purchase common stock	03/31/2011	03/31/2014	Common Stock	250,000	\$ 5.3	I	Affiliate
Warrants to purchase common stock	03/30/2012	03/30/2015	Common Stock	300,000	\$ 4	I	Affiliate
Warrants to purchase common stock	06/30/2012	06/30/2015	Common Stock	250,000	\$ 4	I	Affiliate
Convertible Note	07/07/2012	07/07/2015	Common Stock	1,318,228	\$ 4.17	I	Affiliate
Convertible Note	07/07/2012	07/07/2015	Common Stock	208,153	\$ 4.17	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CANTONE ANTHONY J 766 SHREWSBURY AVENUE TINTON FALLS, NJ 07724	Â	Â X	Â	Â

## Signatures

/s/ Anthony J.  
Cantone

07/13/2012

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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.

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