

MIRENCO INC
Form 5
February 14, 2006

FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
MUSAL RICHARD A

(Last) (First) (Middle)

PO BOX 343, 206 MAY STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol
MIRENCO INC [MREO.OB]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

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)
C.F.O./C.O.O.

6. Individual or Joint/Group Reporting

(check applicable line)

RADCLIFFE, IA 50230

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 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	Â	Â	Â	Â	408,000	D	Â

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

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SEC 2270 (9-02)

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 Security (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date		
Warrant to Purchase Stock	\$ 0.15	12/31/2005	Â	A4	680,000	Â	12/31/2005	08/08/1988 ⁽¹⁾	Common Stock	6
Stock Options (Right to Buy)	\$ 0.3125	Â	Â	Â	Â	Â	09/09/2005	01/31/2014	Common Stock	
Stock Options (Right to Buy)	\$ 0.25	Â	Â	Â	Â	Â	05/09/2005	01/31/2014	Common Stock	
Stock Options (Right to Buy)	\$ 0.28	Â	Â	Â	Â	Â	03/22/2005	01/31/2014	Common Stock	
Warrants to Purchase Stock	\$ 0.2	Â	Â	Â	Â	Â	02/23/2005	06/30/2006	Common Stock	3
Stock Options (Right to Buy)	\$ 0.375	Â	Â	Â	Â	Â	12/16/2004	01/31/2014	Common Stock	
Warrants to Purchase Stock	\$ 0.2	Â	Â	Â	Â	Â	12/16/2004	06/30/2006	Common Stock	1
Stock Options (Right to Buy)	\$ 0.5	Â	Â	Â	Â	Â	09/07/2004	01/31/2014	Common Stock	1
Stock Options (Right to Buy)	\$ 0.375	Â	Â	Â	Â	Â	08/27/2004	01/31/2014	Common Stock	
	\$ 0.5	Â	Â	Â	Â	Â	06/28/2004	01/31/2014		

Stock Options (Right to Buy)										Common Stock
Stock Options (Right to Buy)	\$ 0.4375	^	^	^	^	^	06/18/2004	01/31/2014		Common Stock
Stock Options (Right to Buy)	\$ 0.8125	^	^	^	^	^	06/18/2004	01/31/2014		Common Stock
Stock Options (Right to Buy)	\$ 0.9375	^	^	^	^	^	06/18/2004	01/31/2014		Common Stock
Stock Options (Right to Buy)	\$ 0.625	^	^	^	^	^	01/01/2004	03/31/2010		Common Stock
Stock Options (Right to Buy)	\$ 0.5	^	^	^	^	^	01/31/2004	03/31/2010		Common Stock
Stock Options (Right to Buy)	\$ 0.75	^	^	^	^	^	01/01/2001	03/31/2010		Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUSAL RICHARD A PO BOX 343 206 MAY STREET RADCLIFFE, IA 50230	^	^	^ C.F.O./C.O.O.	^

Signatures

/s/Richard A Musal 02/14/2006

**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) Warrants have No Expiration Date

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.