

MIRENCO INC
Form 4
February 23, 2005

FORM 4

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

OMB APPROVAL

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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 *
MUSAL RICHARD A

(Last) (First) (Middle)
PO BOX 343, 206 MAY STREET
(Street)

RADCLIFFE, IA 50230

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2005

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)
Chief Financial Officer

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 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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	201,000	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 Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security (Instr. 3 and 4)
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Warrants to Purchase Stock	\$ 0.2	02/23/2005		A		5,000		02/23/2005	06/30/2006	Common Stock	5,000
Stock Options (Right to Buy)	\$ 0.375							12/16/2004	01/31/2014	Common Stock	1,000
Warrants to Purchase Stock	\$ 0.2							12/16/2004	06/30/2006	Common Stock	10,000
Stock Options (Right to Buy)	\$ 0.5							09/07/2004	01/31/2014	Common Stock	175,000
Stock Options(Right to Buy)	\$ 0.375							08/27/2004	01/31/2014	Common Stock	1,000
Stock Options (Right to Buy)	\$ 0.5							06/28/2004	01/31/2014	Common Stock	1,000
Stock Options (Right to Buy)	\$ 0.4375							06/18/2004	01/31/2014	Common Stock	1,000
Stock Options (Right to Buy)	\$ 0.8125							06/18/2004	01/31/2014	Common Stock	1,000

Stock Options (Right to Buy)	\$ 0.9375	06/18/2004	01/31/2014	Common Stock	1,0
Stock Options (Right to Buy)	\$ 0.625	01/01/2004	03/31/2010	Common Stock	1,0
Stock Options (Right to Buy)	\$ 0.5	01/01/2004	03/31/2010	Common Stock	1,0
Stock Options (Right to Buy)	\$ 0.75	01/01/2004	03/31/2010	Common Stock	1,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUSAL RICHARD A PO BOX 343 206 MAY STREET RADCLIFFE, IA 50230			Chief Financial Officer	

Signatures

/s/Richard A
Musal

02/23/2005

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).

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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