

EVANS MURPHY
Form 4
August 26, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
EVANS MURPHY

2. Issuer Name and Ticker or Trading Symbol
PROFILE TECHNOLOGIES INC
[PRTK.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
204 RAILROAD STREET, P.O.
BOX 688

3. Date of Earliest Transaction
(Month/Day/Year)
02/25/2010

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

(Street)
LAURINBURG, NC 28532

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	02/25/2010		G		5,000	D	\$ 0 991,167 D
Common Stock	08/24/2010		X		107,018	A	\$ 0.75 1,112,921 ⁽¹⁾ D
Common Stock							391,667 I See Footnote ⁽²⁾
Common Stock							230,500 I See Footnote ⁽³⁾

Common Stock	750,000	I	See Footnote (4)
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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)

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 Number Shares
Common Stock Warrants (right to buy)	\$ 0.75	08/24/2010		X	7,018	06/29/2010	08/26/2010	Common Stock	7,018
Common Stock Warrants (right to buy)	\$ 0.75	08/24/2010		X	100,000	08/26/2005	08/26/2010	Common Stock	100,000
Common Stock Warrants (right to buy)	\$ 0.75					08/26/2005	08/26/2010	Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EVANS MURPHY 204 RAILROAD STREET P.O. BOX 688 LAURINBURG, NC 28532	X	X	President	

Signatures

/s/ Stephanie L. Apostolou,
attorney-in-fact

08/26/2010

__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) Includes 14,736 shares previously held through Arran Corporation which were distributed to the reporting person on June 29, 2010 and are now owned directly.
 - (2) Shares owned by Falco Enterprises, Inc. of which the reporting person is President.
 - (3) Shares owned by L&S Holdings, LLC of which the reporting person is President.
 - (4) Shares owned by EnviroResources LLC which the reporting person controls.
 - (5) 100,000 owned by Falco Enterprises, Inc. of which the reporting person is President and 100,000 owned by L&S Holdings, LLC of which the reporting person is President.

Remarks:

Exhibit List

Exhibit 24 - Power of Attorney

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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