FORM 4

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

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gion, b.c. 20040	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	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					OI	Section	30(11) 01 the	mvesti	nent C	company Act o	1940						
Lazar Michael B							ame and Tion ock Kels			g Symbol <mark>I CORP</mark> []		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Tomographic Street (Give title Street) Director 10% Owner Other (specify below)					
CORPOR	CKROCK	KELSO CAPIT	(Middle)			Date of E /02/200		saction	(Mon	th/Day/Year)			beio	Operatin		er / C.O	,
(Street) NEW YO	ORK N	Y	10022		- 4. li	f Ameno	lment, Date	of Origi	inal Fi	led (Month/Day		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(St		(Zip)														
			le I - N			_		_	d, D	isposed of			-				
1. Title of S	Security (Inst	r. 3)		2. Transact Date (Month/Day		Execu if any	Deemed cution Date, ny nth/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (5)	Acquired (D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct Ir ndirect B r. 4) 0	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) or (D)	Price	Transacti (Instr. 3 a	ion(s)			(Instr. 4)
Common share	Stock, par v	value \$0.001 per	r	01/02/2	009			A		23,671.5(1)	A	\$0 ⁽¹	76,48	31.6 ⁽²⁾	D)	
Common share	Stock, par v	value \$0.001 pe	r										46,78	38.94	I	E K C S	By BlackRock Kelso Capital Guper Holdings LLC ⁽³⁾
Common share	Stock, par v	value \$0.001 per	r										6,94	7.33	I	E K C	By BlackRock Kelso Capital Advisors LLC ⁽⁴⁾
Common share	Stock, par v	value \$0.001 per	r										38,4	57.04	I	E	By Michae B. Lazar RA ⁽⁵⁾
Common share	Stock, par v	value \$0.001 per	r										2,01	0.54	I	2 F T U	By Lazar 005 Family Frust, J/T/A ated /14/2005
Common Stock, par value \$0.001 per share		r										1,554,	299.98	I	E K C	By BlackRock Celso Capital Advisors LLC ⁽⁷⁾	
		Ta	able II							posed of, c convertibl							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	eemed tion Date, n/Day/Year)	4. Transa Code 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Dat Expira (Mont	ation E	Oate (Year)	7. Title at Amount of Securitie Underlyin Derivativ Security and 4)	of es ng re	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e C s F lly C o	0. Ownership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	1	- 1									1						

		Та	ble II -				ı		ired, Disp options,	convertik		lor t	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Dee		€ ode Transa		(5A)Nu	m(150+) r	Expertise Eleter Expiration D		7itītētle Amour	aSolodares	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature
Esquartation (Instr. 3) 1. Restricted S	of Exespises Price of hares granted Derivative	e (Month/Day/Year) by BlackRock Kelso	if any	,	Code (Instr.		rities Lifo a R Ired	(Month/Day/	Year)	Securit Underl lated Janu Deriva	ties ying kily 2, 2009 tive	Security (Instr. 5) Vesting in ec	Securities Beneficially Utal installments of Owned	Form: Direct (D) or indirect	Beneficial Ownership (Instr. 4)
2. Includes 2,232.53 Restricted Shares granted by Advisor pursuant to a Restricted Sco Pisposed ent, dated January 2, 2007, vestin gnd 4) nuary 2, 2010 and 12,117. Reported Shares granted by Advisor pursuant to a Restricted Stock Agreement, dated December 31, 2007, vesting in equal in the state of January 2, 2010 and 2011. 3. Owned indirectly through the Reporting Person's direct ownership of interests in Blackhops, Kelso Capital Super Holdings LLC ("Super"), which owns Common Stock of the Issuer through its indirect ownership of interests in Blackhops, Kelso Capital Holding LLC ("Holding").																
4. Owned indirectly through the Reporting Person's direct ownership of interests in Advisor, which owns Common Stock of the Issuer through its indirect ownership of interests in Holding. 5. The Reporting Person has a pecuniary interest in Michael B. Lazar IRA, which has a direct ownership interest in Super. See Footnote 3.																
6. The Reporting Person has a pecuniary interest in Lazar 2005 Family Trust, U/T/A dated 6/14/2005, which has a direct ownership interest in Advisor. See Footnote 4. The Reporting Person disclaims beneficial ownership of the shares beneficially owned by such trust.																
7. The Report shares except Section 16 or	to the extent of	a Manager of Adviso f his pecuniary intere	r, may be st therein	deemed to l and the incl	benefici usion of Code	such sl	nares ir	Comments this re	non Stock of the port shall not b Date Exercisable	e deemed an Expiration Date	admissior Title	of benefici of Shares	porting Person of the	of all of the repor	ical ownership ed shares for p	o of such ourposes of

Michael B. Lazar, by Frank D. Gordon, Attorney-in-Fact 01/06/2009

** Signature of Reporting Person Date

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

- * 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.

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 Number.