

ADDVANTAGE TECHNOLOGIES GROUP INC
Form SC 13G
May 23, 2006

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

Under the Securities Exchange Act of 1934

SCHEDULE 13G

**INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

| |
|--|
| ADDvantage Technologies Group, Inc. |
| (Name of Issuer) |
| |
| Common Stock, \$0.01 par value per share |
| (Title of Class of Securities) |
| |
| 006743306 |
| (CUSIP Number) |
| |
| May 12, 2006 |
| (Date of Event Which Requires Filing of this Statement) |

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

| CUSIP No. 006743306 | | SCHEDULE 13G | | Page 2 of 8 Pages | |
|---------------------|---|--------------|---------------------------------------|-------------------|--|
| 1 | NAME OF REPORTING PERSON Millennium Group LLC S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 36-4263954 | | | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* <div style="text-align: right;">(a) <input type="radio"/> (b) <input checked="" type="radio"/></div> | | | | |
| 3 | SEC USE ONLY | | | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Illinois | | | | |
| | NUMBER OF SHARES BENEFICIALLY | 5 | SOLE VOTING POWER 398,475 | | |
| | OWNED BY EACH REPORTING | 6 | SHARED VOTING POWER 0 | | |
| | PERSON WITH | 7 | SOLE DISPOSITIVE POWER 398,475 | | |
| | | 8 | SHARED DISPOSITIVE POWER 0 | | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3.93% | | | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <div style="text-align: right;"><input type="radio"/></div> | | | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.93% | | | | |
| 12 | TYPE OF REPORTING PERSON* IA | | | | |

| | | | | |
|---------------------|---|--------------|---------------------------------------|---|
| CUSIP No. 006743306 | | SCHEDULE 13G | | Page 3 of 8 Pages |
| 1 | NAME OF REPORTING PERSON Highland Park Partners S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 20-4630745 | | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* | | | (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 3 | SEC USE ONLY | | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Illinois | | | |
| | NUMBER OF SHARES BENEFICIALLY | 5 | SOLE VOTING POWER 133,275 | |
| | OWNED BY EACH REPORTING | 6 | SHARED VOTING POWER 0 | |
| | PERSON WITH | 7 | SOLE DISPOSITIVE POWER 133,275 | |
| | | 8 | SHARED DISPOSITIVE POWER 0 | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1.31% | | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* | | | <input type="radio"/> |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 1.31% | | | |
| 12 | TYPE OF REPORTING PERSON* PN | | | |

Schedule 13G

Page
4 of 8
Pages

Item 1(a). Name of Issuer:

ADDvantage Technologies Group, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

1221 E. Houston
Broken Arrow, Oklahoma

Item 2(a). Name of Persons Filing:

- (i) Millennium Group LLC
- (ii) Highland Park Partners

(collectively, the "Reporting Persons" and each a "Reporting Person")

Item 2(b). Address of Principal Business Office or, if None, Residence:

Each of the Reporting Persons has a business address at 799 Central Ave.,
Suite 350, Highland Park, IL 60035.

Item 2(c). Citizenship:

- (i) Millennium Group LLC - Illinois
- (ii) Highland Park Partners - Illinois

Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 par value per share

Item 2(e). CUSIP Number:

006743306

Item 3. If this statement is filed pursuant to ss.ss. 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o)
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c) Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d)

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Investment Company registered under Section 8 of the Investment Company Act of 1940
(15 U.S.C. 80a-8)

Schedule 13G

Page

5 of 8

Pages

- (e) Investment Adviser in accordance with ss. 240.13d-1(b)(1)(ii)(E)
- (f) Employee benefit plan or endowment fund in accordance with ss. 13d-1(b)(1)(ii)(F)
- (g) Parent Holding Company or control person in accordance with ss. 240.13d-1(b)(ii)(G),
- (h) Saving Association as defined in ss. 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
- (i) Church plan that is excluded from the definition of an investment company under ss. 3(c)(15) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j) Group, in accordance with ss. 240.13d-1(b)(ii)(J)

Item 4. Ownership.

- (i) Millennium Group LLC
 - (a) Amount beneficially owned: 398,475
 - (b) Percent of Class: 3.93% / (1)
 - (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote: 398,475
 - (ii) Shared power to vote or to direct the vote: 0
 - (iii) Sole power to dispose or to direct the disposition of: 398,475
 - (iv) Shared power to dispose or to direct the disposition of: 0

/ (1) Percentages are based on 10,142,247 of Common Stock outstanding as of May 5, 2006 (as set forth on the Issuer's Form 10-Q, filed on May 15, 2006 with the Securities and Exchange Commission).

- (ii) Highland Park Partners
 - (a) Amount beneficially owned: 133,275

(b) Percent of Class: 1.31% / (2)

(c) Number of shares as to which such person has:

Schedule 13G

Page
6 of 8
Pages

(i) Sole
power to vote
or to direct the
vote: 133,275

(ii)
Shared power
to vote or to
direct the
vote: 0

(iii) Sole
power to
dispose or to
direct the
disposition of:
133,275

(iv)
Shared power
to dispose or
to direct the
disposition of:
0

/(2)Percentages
are based on
10,142,247 of
Common
Stock
outstanding as
of May 5,
2006 (as set
forth on the
Issuer's Form
10-Q, filed on
May 15, 2006
with the
Securities and
Exchange
Commission).

Item 5.

**Ownership of
Five Percent
or Less of a
Class.**

Not
applicable.

**Item 6. Ownership of
More than
Five Percent
on Behalf of
Another
Person.**

Not
applicable.

**Item 7. Identification
and
Classification
of the
Subsidiary
Which
Acquired the
Security
Being
Reported on
By the
Parent
Holding
Company.**

Not
applicable.

**Item 8. Identification
and
Classification
of Members
of the Group.**

Not
applicable.

**Item 9. Notice of
Dissolution of
a Group.**

Not
applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information in this statement is true, complete and correct.

Date as of May 22, 2006

| | |
|--|---|
| | Millennium Group LLC |
| | |
| | By: /s/ James Higgins |
| | James Higgins, Chief Administrative Officer |

Date as of May 22, 2006

| | |
|--|---|
| | Highland Park Partners |
| | |
| | By: /s/ James Higgins |
| | James Higgins, Chief Administrative Officer |

Exhibit A

Agreement of Joint Filing

Pursuant to 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby confirm the agreement by and among them to join in the filing on behalf of each of them of a Statement on Schedule 13G and any and all amendments thereto, and that this Agreement be included as an Exhibit to such filing.

This Agreement may be executed in any number of counterparts each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement.

Date as of May 22, 2006

| | |
|--|---|
| | Millennium Group LLC |
| | |
| | By: /s/ James Higgins |
| | James Higgins, Chief Administrative Officer |

Date as of May 22, 2006

| | |
|--|---|
| | Highland Park Partners |
| | |
| | By: /s/ James Higgins |
| | James Higgins, Chief Administrative Officer |