

KRONOS ADVANCED TECHNOLOGIES INC
 Form 3
 June 29, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â SANDS BROTHERS		(Month/Day/Year)	KRONOS ADVANCED TECHNOLOGIES INC	
VENTURE CAPITAL II LLLC		06/19/2007	[KNOS.OB]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
90 PARK AVENUE,Â 31ST FLOOR			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) Member 13d group owning +10%	
NEW YORK,Â NYÂ 10016			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

				Shares		or Indirect (I) (Instr. 5)	
Secured Convertible Promissory Note	12/31/2007	12/31/2007	Common Stock	306,785,714 <u>(1)</u>	\$ 0.0028 <u>(2)</u>	I	See Footnote <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDS BROTHERS VENTURE CAPITAL II LLLC 90 PARK AVENUE 31ST FLOOR NEW YORK, NY 10016	Â	Â	Â	Member 13d group owning +10%

Signatures

/s/ Sands Brothers Venture Capital II LLC
06/29/2007
 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Assumes the \$859,000 principal balance of the Note is converted at a Conversion Price of \$0.0028. The number of shares of Common Stock the Note is convertible into is determined by dividing (x) that portion of the outstanding principal balance under the Note being converted as of the date of conversion by (y) the then applicable Conversion Price. The Secured Convertible Promissory Note is only convertible if all principal and accrued interest is not paid at the maturity date.
 - (2) Subject to adjustment under certain specified circumstances.
 - (3) The Note is owned by Critical Capital Growth Fund, L.P. ("Critical Capital"), Sands Brothers Venture Capital LLC ("SB I"), Sands Brothers Venture Capital II LLC ("SB II"), Sands Brothers Venture Capital III LLC ("SB III"), Sands Brothers Venture Capital IV LLC ("SB IV"). *See* "Remarks."

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Remarks:

Remarks:

This form is being filed by: Mr. Charles L. Robinson, Critical Capital, Mr. Scott Baily, SB I, SB

Note: File three copies of this Form, one of which must be manually signed. If space 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.