
OMB APPROVAL

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Reporting Person

Investor Communications International, Inc.

(Last) (First) (Middle)

435 Martin St., Suite 2000

(Street)

Blaine, WA 98230

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GeneMax Corp. "GMXX"

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

December 3, 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	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 & Instr.4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Beneficial Ownership (Instr.4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	\$0.001 par value							554,470	D	

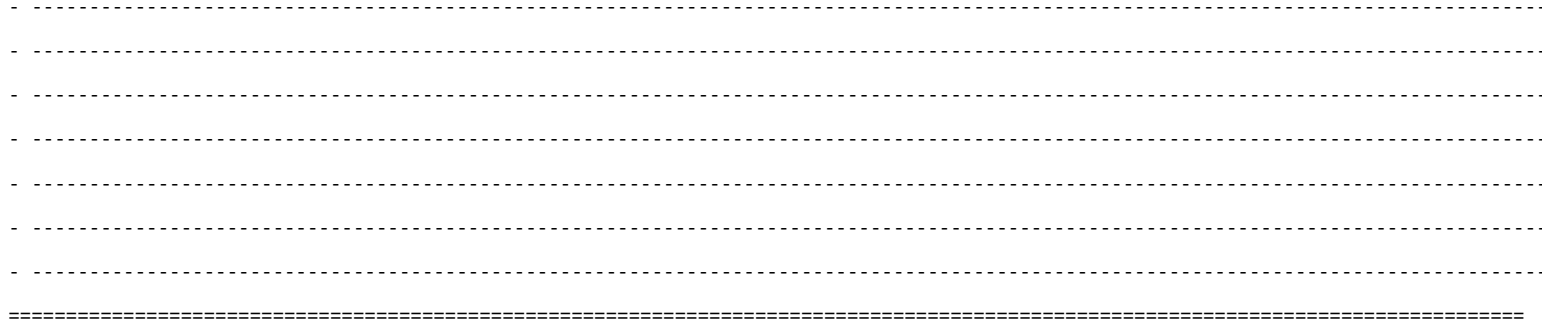


Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (mm/dd/yy)	3A. Deemed Execution Date if any (mm/dd/yy)	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3, 4 and 5) Date Exercisable Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Ownership: Direct or Indirect Ownership (Instr. 4)
Stock Options	\$0.50	12/03/02		C *	102,000	07/15/02 07/15/04	Common Stock 102,000	\$0.50	898,000	D	n/a

Explanation of Responses:

* Pursuant to a Notice and Agreement of Exercise of Option dated December 3, 2002, Brent Pierce ("Pierce") who is a contractor to Investor Communications International, Inc. ("ICI"), exercised 102,000 stock options at the exercise price of \$0.50 per option to acquire 102,000 shares of the common stock of GeneMax Corp. ("GMXX"). Pursuant to the terms and provisions of a consulting Agreement between GMXX and ICI, GMXX previously granted to ICI 1,000,000 stock options (which were subject to an S-8 registration statement filed with the Securities and Exchange Commission). In connection with the exercise of stock options, the shares of common stock of GMXX are to be issued to Pierce who has provided bona fide services to GMXX under the Consulting Agreement.

Investor Communicaitons Inc.

By: /s/ Marcus Johnson December 6, 2002

 **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.