

<b>OMB APPROVAL</b>	
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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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Eastern Advisors Capital Group LLC</u>  (Last) (First) (Middle) 101 PARK AVENUE, 48TH FLOOR  (Street) NEW YORK NY 10178  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HSW International, Inc. [ HSWI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 07/02/2008	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (\$0.001 par value)	07/02/2008		P		327,000	A	\$2.5706	6,829,265 <sup>(2)</sup>	I	By: Eastern Advisors Capital, Ltd. <sup>(1)</sup>
Common Stock (\$0.001 par value)	07/03/2008		P		55,000	A	\$2.554	6,884,265	I	By: Eastern Advisors Capital, Ltd. <sup>(1)</sup>
Common Stock (\$0.001 par value)	07/07/2008		P		12,615	A	\$2.4948	6,896,880	I	By: Eastern Advisors Capital, Ltd. <sup>(1)</sup>
Common Stock (\$0.001 par value)	07/10/2008		P		79,411	A	\$2.593	6,976,321	I	By: Eastern Advisors Capital, Ltd. <sup>(1)</sup>
Common Stock (\$0.001 par value)	07/11/2008		P		50,000	A	\$2.8292	7,026,321	I	By: Eastern Advisors Capital, Ltd. <sup>(1)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*		
<a href="#">Eastern Advisors Capital Group LLC</a>		
(Last)	(First)	(Middle)
101 PARK AVENUE, 48TH FLOOR		
(Street)		
NEW YORK	NY	10178
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Eastern Advisors Capital, Ltd.</a>		
(Last)	(First)	(Middle)
101 PARK AVENUE, 48TH FLOOR		
(Street)		
NEW YORK	NY	10178
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">BOOTH SCOTT</a>		
(Last)	(First)	(Middle)
101 PARK AVENUE, 48TH FLOOR		
(Street)		
NEW YORK	NY	10178
(City) (State) (Zip)		

**Explanation of Responses:**

1. Eastern Advisors Capital Group, LLC (the "Investment Manager") serves as investment manager to Eastern Advisors Capital, Ltd. (the "Fund"), the direct owner of the subject securities. Scott Booth is the Managing Member of the Investment Manager and a Director of the Fund. Each Reporting Person disclaims beneficial ownership of all securities reported herein, except to the extent of their pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.

2. On July 1, 2008, each of Eastern Advisor Fund, LP and Eastern Advisor Offshore Fund, Ltd. transferred substantially all of its assets, including its ownership of the subject securities, to Eastern Advisors Capital, Ltd. as part of a conversion to a "master-feeder" investment fund structure.

**Remarks:**

/s/ Scott Booth For himself, as  
Managing Member of the  
Investment Manager and as a 07/11/2008  
Director of the Fund.

\*\* 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.