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

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b) (Amendment No. 2)¹

Stereotaxis, Inc.
(Name of Issuer)
Common Stock, \$0.001 Par Value
(Title of Class of Securities)
85916J102
(CUSIP Number)
December 31, 2009
(Date of Event Which Requires Filing of this Statement)

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

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

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

¹ The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

1	NAME OF REPOR	RTING PERSON		
	D . M	M . E IMP		
2		on Master Fund LTD ROPRIATE BOX IF A MEMBER OF A GROUP	(2) "	
2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o	
3	SEC USE ONLY		(0) 0	
4	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	Cayman Islands			
NUMBER OF	5	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		1,433,927(1)		
OWNED BY EACH REPORTING	6	SHARED VOTING POWER		
PERSON WITH		0 shares		
1210011 11111	7	SOLE DISPOSITIVE POWER		
		1,433,927(1)		
	8	SHARED DISPOSITIVE POWER		
		0 shares		
9	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,433,927(1)			
10		THE ACCRECATE AMOUNT IN DOW (0) EYOU LIDES CERTAIN SHARES		
10	CHECK DOX IF 1	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □		
11	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (9)		
	2.8%			
12	TYPE OF REPORT	TING PERSON		
14	TITE OF REPOR	IIIO I LIGON		
	СО			

⁽¹⁾ Represents shares of Common Stock currently issuable upon the exercise of certain warrants.

1	NAME OF REPOR	TING PERSON	
	Ramius Enterpri	se Master Fund LTD	
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	Cayman Islands		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY		358,481(1)	
OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 0 shares	
TERSON WITH	7	SOLE DISPOSITIVE POWER	
	,	358,481(1)	
	8	SHARED DISPOSITIVE POWER	
		0 shares	
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	358,481(1)		
10		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	Less than 1%		
12	TYPE OF REPORT	TING PERSON	
	СО		

1	NAME OF REPOR	RTING PERSON	
	RCG PB, LTD		
2		PROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o
3	SEC USE ONLY		
4	CITIZENSHIP OF	PLACE OF ORGANIZATION	
	Cayman Islands		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY		1,433,927(1)	
OWNED BY EACH REPORTING	6	SHARED VOTING POWER	
PERSON WITH		0 shares	
	7	SOLE DISPOSITIVE POWER 1,433,927(1)	
	8	SHARED DISPOSITIVE POWER	
		0 shares	
9	AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,433,927(1)		
10	CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	2.8%		
12	TYPE OF REPOR	TING PERSON	
	СО		

1	NAME OF REPOR	RTING PERSON		
	Ramius Advisors	s, LLC		
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o	
3	SEC USE ONLY			
4	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	Delaware			
NUMBER OF SHARES	5	SOLE VOTING POWER		
BENEFICIALLY		1,792,408(1)		
OWNED BY EACH REPORTING	6	SHARED VOTING POWER		
PERSON WITH		0 shares		
	7	SOLE DISPOSITIVE POWER		
		1,792,408(1)		
	8	SHARED DISPOSITIVE POWER		
		0 shares		
9	AGGREGATE AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,792,408(1)			
10	CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)		
	3.4%			
12	TYPE OF REPOR	TING PERSON		
	IA, OO			

1	NAME OF REPORTING PERSON		
	Ramius LLC		
2	CHECK THE API	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o
3	SEC USE ONLY		
4	CITIZENSHIP OF	R PLACE OF ORGANIZATION	
	Delaware		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY		1,792,408(1)	
OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 0 shares	
	7	SOLE DISPOSITIVE POWER 1,792,408(1)	
	8	SHARED DISPOSITIVE POWER 0 shares	
9	AGGREGATE AM 1,792,408(1)	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	3.4%		
12	TYPE OF REPOR	TING PERSON	
	00		

1	NAME OF REPOR	TING PERSON	
	Cowen Group, In		
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) x
_			(b) o
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	Delaware		
NUMBER OF	5	SOLE VOTING POWER	
SHARES BENEFICIALLY		1,792,408(1)	
OWNED BY EACH	6	SHARED VOTING POWER	
REPORTING			
PERSON WITH		0 shares	
	7	SOLE DISPOSITIVE POWER	
		1,792,408(1)	
	8	SHARED DISPOSITIVE POWER	
		0.1	
9	AGGREGATE AM	0 shares OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
3	71GGREGITE 711VI	OUNT BENEFICIALED OWNED BY ENGINEE ON IN OTEROOR	
	1,792,408(1)		
10	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	3.4%		
12	TYPE OF REPORT	TING PERSON	
	CO		

1	NAME OF REPO	RTING PERSON	
	RCG Holdings I	LC	
2		PROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o
3	SEC USE ONLY		
4	CITIZENSHIP OF	PLACE OF ORGANIZATION	
	Delaware		
NUMBER OF	5	SOLE VOTING POWER	
SHARES BENEFICIALLY		1,792,408(1)	
OWNED BY EACH	6	SHARED VOTING POWER	
REPORTING PERSON WITH		0 shares	
	7	SOLE DISPOSITIVE POWER	
		1,792,408(1)	
	8	SHARED DISPOSITIVE POWER	
		0 shares	
9	AGGREGATE AN	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,792,408(1)		
10		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	3.4%		
12	TYPE OF REPOR	TING PERSON	
	00		
	00		

1	NAME OF REPOR	RTING PERSON		
	C4S & Co., L.L.	C.		
2		PROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o	
3	SEC USE ONLY			
4	CITIZENSHIP OF	PLACE OF ORGANIZATION		
	Delaware			
NUMBER OF	5	SOLE VOTING POWER		
SHARES BENEFICIALLY		1,792,408(1)		
OWNED BY EACH	6	SHARED VOTING POWER		
REPORTING PERSON WITH		0 shares		
	7	SOLE DISPOSITIVE POWER		
		1,792,408(1)		
	8	SHARED DISPOSITIVE POWER		
		0 shares		
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,792,408(1)			
10		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)		
	3.4%			
12	TYPE OF REPOR	TING PERSON		
	00			

1	NAME OF REPORT	ING PERSON	
	Peter A. Cohen		
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ((
3	SEC USE ONLY		
4	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	United States		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY		0 shares	
OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 1,792,408(1)	
	7	SOLE DISPOSITIVE POWER	
		0 shares	
	8	SHARED DISPOSITIVE POWER	
		1,792,408(1)	
9	AGGREGATE AMC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,792,408(1)		
10	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (9)	
	3.4%		
12	TYPE OF REPORTI	NG PERSON	
	IN		

1	NAME OF REPORTING PERSON			
	Morgan B. Stark			
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o	
3	SEC USE ONLY			
4	CITIZENSHIP OR	PLACE OF ORGANIZATION		
	United States			
NUMBER OF SHARES	5	SOLE VOTING POWER		
BENEFICIALLY		0 shares		
OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 1,792,408(1)		
	7	SOLE DISPOSITIVE POWER		
		0 shares		
	8	SHARED DISPOSITIVE POWER		
		1,792,408(1)		
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,792,408(1)			
10		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (9)		
	3.4%			
12	TYPE OF REPORT	ING PERSON		
	IN			

1	NAME OF REPORTING PERSON		
	Thomas W. Strat		
2	CHECK THE APP	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) x (b) o
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	United States		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY	_	0 shares	
OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 1,792,408(1)	
	7	SOLE DISPOSITIVE POWER 0 shares	
	8	SHARED DISPOSITIVE POWER 1,792,408(1)	
9	AGGREGATE AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
-	1,792,408(1)		
10	CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	3.4%		
12	TYPE OF REPOR	TING PERSON	
	IN		

1	NAME OF REPORTING PERSON					
	Jeffrey M. Solomon					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	United States					
NUMBER OF SHARES	5	SOLE VOTING POWER				
BENEFICIALLY						
OWNED BY EACH REPORTING PERSON WITH	6 SHARED VOTING POWER 1,792,408(1)					
	7	SOLE DISPOSITIVE POWER				
		0 shares				
	8	SHARED DISPOSITIVE POWER				
		1,792,408(1)				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	1,792,408(1)					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	3.4%					
12	TYPE OF REPORTING PERSON					
	IN					

Item 1(a). Name of Issuer:

Stereotaxis, Inc., a Delaware corporation (the "Issuer")

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

4320 Forest Park Avenue St. Louis, Missouri 63108

Item 2(a). Name of Person Filing

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

Item 2(c). Citizenship

Ramius Navigation Master Fund Ltd ("Navigation Master Fund")

c/o Citco Fund Services (Cayman Islands) Limited

Regatta Office Park Windward 1, 2nd Floor PO Box 31106 Grand Cayman KY1-1205

Cayman Islands

Citizenship: Cayman Islands

Ramius Enterprise Master Fund Ltd ("Enterprise Master Fund")

c/o Citco Fund Services (Cayman Islands) Limited

Regatta Office Park Windward 1, 2nd Floor PO Box 31106 Grand Cayman KY1-1205

Cayman Islands

Citizenship: Cayman Islands

RCG PB, Ltd ("RCG PB")

c/o Citco Fund Services (Cayman Islands) Limited

Regatta Office Park Windward 1, 2nd Floor PO Box 31106 Grand Cayman KY1-1205 Cayman Islands

Citizenship: Cayman Islands

Ramius Advisors, LLC ("Ramius Advisors")

c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022

Citizenship: Delaware

Ramius LLC ("Ramius")

c/o Ramius LLC

599 Lexington Avenue, 20th Floor

New York, New York 10022

Citizenship: Delaware

Cowen Group, Inc. ("Cowen") c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: Delaware

RCG Holdings LLC ("RCG Holdings") c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: Delaware

C4S & Co., L.L.C. ("C4S") c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: Delaware

Peter A. Cohen c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: United States

Morgan B. Stark c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: United States

Thomas W. Strauss c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: United States

Jeffrey M. Solomon c/o Ramius LLC 599 Lexington Avenue, 20th Floor New York, New York 10022 Citizenship: United States

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

Common Stock, \$0.001 par value (the "Common Stock")

Item 2(e). CUSIP Number:

85916J102

Item 3. If This States	nent is Filed Pursuant to Rule 13	d-1(b), or 13d-2(b) or (c)	, Check Whether the Person Filing is a:
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- /x/ Not applicable.
- (a) // Broker or dealer registered under Section 15 of the Exchange Act.
- (b) // Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) // Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) // Investment company registered under Section 8 of the Investment Company Act.
- (e) // An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) // An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) // A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) // A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) // A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) // Group, in accordance with Rule 13d-1(b)(1)(ii)(J).
- (k) // Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____

Item 4. Ownership

(a) Amount beneficially owned:

As of February 1, 2010, Navigation Master Fund beneficially owned 1,433,927 shares of Common Stock issuable upon the exercise of certain warrants.

As of February 1, 2010, Enterprise Master Fund beneficially owned 358,481 shares of Common Stock issuable upon the exercise of certain warrants

RCG PB, as the sole shareholder of Navigation Master Fund, may be deemed the beneficial owner of the 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund.

Ramius Advisors, as the investment advisor of each of Navigation Master Fund and Enterprise Master Fund, may be deemed the beneficial owner of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

Ramius, as the sole member of Ramius Advisors, may be deemed the beneficial owner of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

Cowen, as the sole member of Ramius, may be deemed the beneficial owner of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

RCG Holdings, as a significant shareholder of Cowen, may be deemed the beneficial owner of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

C4S, as the managing member of RCG Holdings, may be deemed the beneficial owner of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

Messrs. Cohen, Stark, Strauss and Solomon, as the sole managing members of C4S, may be deemed the beneficial owners of the (i) 1,433,927 shares of Common Stock beneficially owned by Navigation Master Fund and (ii) 358,481 shares of Common Stock beneficially owned by Enterprise Master Fund.

The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of any shares of Common Stock owned by another Reporting Person. In addition, each of RCG PB, Ramius Advisors, Ramius, Cowen, RCG Holdings, C4S and Messrs. Cohen, Stark, Strauss and Solomon disclaims beneficial ownership of the shares of Common Stock beneficially owned by Navigation Master Fund and Enterprise Master Fund and the filing of this statement shall not be construed as an admission that any such person is the beneficial owner of any such securities.

(b) Percent of class:

Based on 50,258,451 shares outstanding as of October 31, 2009, as disclosed by the Issuer in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 6, 2009.

As of February 1, 2010, Navigation Master Fund beneficially owned approximately 2.8% of the outstanding shares of Common Stock. As of February 1, 2010, RCG PB may be deemed to beneficially own approximately 2.8% of the outstanding shares of Common Stock.

As of February 1, 2010, Enterprise Master Fund beneficially owned less than 1% of the outstanding shares of Common Stock.

As of February 1, 2010, each of Ramius Advisors, Ramius, Cowen, RCG Holdings, C4S and Messrs. Cohen, Stark, Strauss and Solomon may be deemed to beneficially own approximately 3.4% of the outstanding shares of Common Stock.

- (c) Number of shares as to which such person has:
- (i) Sole power to vote or to direct the vote

See Cover Pages Items 5-9.

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

See Cover Pages Items 5-9.

(iii) Sole power to dispose or to direct the disposition of

See Cover Pages Items 5-9.

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

See Cover Pages Items 5-9.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that As of February 1, 2010 the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [X].

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

Not applicable.

Item 7. Identification and Classification of the Subsidiary That Acquired the Security Being Reported on by the Parent Holding Company or

Control Person.

Not applicable.

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

See Exhibit 99.1.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above 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 that purpose or effect.

SIGNATURES

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

Dated: February 11, 2010

RAMIUS ENTERPRISE MASTER FUND LTD

By: Ramius Advisors, LLC, its investment advisor

RAMIUS NAVIGATION MASTER FUND LTD

By: Ramius Advisors, LLC, its investment advisor

RCG PB, LTD

By: Ramius Advisors, LLC, its investment advisor

RAMIUS ADVISORS, LLC

By: Ramius LLC, its sole member

RAMIUS LLC

By: Cowen Group, Inc., its sole member

COWEN GROUP, INC.

RCG HOLDINGS LLC By: C4S & Co., L.L.C., its managing member

C4S & CO., L.L.C.

By:/s/ Jeffrey M. Solomon

Name:Jeffrey M. Solomon Title: Authorized Signatory

JEFFREY M. SOLOMON

Individually and as attorney-in-fact for Peter A. Cohen, Morgan B. Stark and Thomas W.

Strauss

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on this Amendment No. 2 to the Schedule 13G dated February 11, 2010 with respect to the shares of Common Stock, par value \$0.001 per share, of Stereotaxis, Inc. and any further amendments thereto executed by each and any of the undersigned shall be filed on behalf of each of the undersigned pursuant to and in accordance with the provisions of Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

Dated: February 11, 2010

RAMIUS ENTERPRISE MASTER FUND LTD

By: Ramius Advisors, LLC, its investment advisor

RAMIUS NAVIGATION MASTER FUND LTD

By: Ramius Advisors, LLC, its investment advisor

RCG PB, LTD

By: Ramius Advisors, LLC, its investment advisor

RAMIUS ADVISORS, LLC

By: Ramius LLC, its sole member

RAMIUS LLC

By: Cowen Group, Inc., its sole member

COWEN GROUP, INC.

RCG HOLDINGS LLC By: C4S & Co., L.L.C., its managing member

C4S & CO., L.L.C.

By:/s/ Jeffrey M. Solomon

Name:Jeffrey M. Solomon Title: Authorized Signatory

JEFFREY M. SOLOMON

Individually and as attorney-in-fact for Peter A. Cohen, Morgan B. Stark and Thomas W. Strauss