SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Hogg Bevil J	2. Date of Event Requiring Stater (Month/Day/Yea 08/11/2004	ment	3. Issuer Name and Ticker or Trading Symbol <u>Stereotaxis, Inc.</u> [STXS]						
(Last) (First) (Middle) C/O STEREOTAXIS INC. 4041 FOREST PARK				tionship of Reporting Perso all applicable) Director Officer (give title	10% Owne Other (spe	r (5. If Amendment, Date of Original Filed (Month/Day/Year) 08/11/2004		
(Street) ST. LOUIS MO 63108 (City) (State) (Zip)			Α	below) President & C	below) EO		Applicable Lir X Form Form	ne) filed b	/Group Filing (Check y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)				I. Nature of Indirect Beneficial Ownership Instr. 5)		
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 Securiti Underlying Derivative Security				ise Form:	Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable				Amount or Number of Shares		ve or India (I) (Inst	rect	
Employee Stock Option (right to buy) ⁽¹⁾	08/11/2004 ⁽²⁾	08/11/2014		Common Stock	48,611	8	D)	

1. These options were deemed granted effective concurrently with the Company entering into a firm commitment underwriting agreement for the sale of its common stock to the public, which occurred on August 11, 2004.

2. These options were exercisable 25% on the first anniversary of the grant date and 2.0833% each month thereafter. The date indicated above is the grant date.

Remarks:

This Form 3/A is being filed to include an option award that had been previously disclosed in the Company's Prospectus dated August 12, 2004 (File No. 333-115253) issued in connection with its initial public offering, the Company's Proxy Statement filed April 14, 2005 and all subsequent filings under the Securities and Exchange Act of 1934, but which was inadvertently omitted in Mr. Hogg's initial Form 3 filed on August 11, 2004.

/s/ Bevil J. Hogg

** Signature of Reporting Person

08/11/2006

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 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).

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.