FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden
hours per response: 0.5

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>ALAFI CAPITAL CO LLC</u>			2. Date of Event Requiring Statement (Month/Day/Year) 08/11/2004		3. Issuer Name and Ticker or Trading Symbol Stereotaxis, Inc. [ STXS ]							
(Last) (First) (Middle) P.O. BOX 7338		Relationship of Reporting Perso (Check all applicable)     Director X			n(s) to Issuer	(M	5. If Amendment, Date of Original Filed (Month/Day/Year)					
					Officer (give title below)			Other (spec		6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)	Street) BERKELEY CA 94707				Delow)			below)	1 '	X Form filed by One Reporting Person		
BERKELEY										Form filed by More than One Reporting Person		
(City)	(State)	(Zip)										
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)			
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 Securit Underlying Derivative Securit				4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
								Amount	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
			Date Exercisable	Expiration Date	on Title			Number of Shares		(i) (iiioiii o)		
Series B Convertible Preferred Stock			(1)	(1)		Common Stock		173,611	(2)	D		
Series C Convertible Preferred Stock			(1)	(1)		Common Stock		675,571	(2)	D		
Series D Convertible Preferred Stock			(1)	(1)		Common Stock		384,024	(2)	D		
Series D-1 Convertible Preferred Stock			(1)	(1)		Common Stock		512,032	(2)	D		
Series D-2 Convertible Preferred Stock			(1)	(1)		Common Stock		128,008	(2)	D		
Series E-2 Convertible Preferred Stock			(1)	(1)		Common Stock		227,531	(2)	D		
Series D-1 Common Stock Warrants			11/21/2001	11/21/200	06	Common Stock		76,804	7.81	D		
Series D-2 Common Stock Warrants			12/17/2002	12/31/200	)7	Common Stock		19,201	7.81	D		
Series E-2 Common Stock Warrants			01/28/2004	01/27/200	09	Common Stock		37,922	10.55	D		
Series E-2 Common Stock Warrants			02/25/2004	02/24/200	)9	Common Stock		7,584	10.55	D		

## Explanation of Responses:

 $1. \ All \ Series \ of the \ Issuer's \ Convertible \ Preferred \ Stock \ are \ convertible \ into \ common \ stock \ upon \ demand \ at \ any \ time.$ 

2. 1-for-3.6.

/s/ Moshe Alafi

08/04/2004

\*\* Signature of Reporting Person

Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).