

BioMETRX
Form 4
September 24, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Basile Mark R

(Last) (First) (Middle)
500 N. BROADWAY, SUITE 204
(Street)

JERICHO, NY 11753

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BioMETRX [BMRX]

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 | 08/22/2008 | | S | | 10,000 | D | \$ 0.14 |
| Common Stock \$0.001 par value | 09/08/2008 | | S | | 10,000 | D | \$ 0.15 |
| Common Stock \$0.001 par value | 09/08/2008 | | S | | 40,000 | D | \$ 0.13 |

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| | | | | | | | |
|--------------------------------|------------|---|---------|---|-----------------------|-----------|---|
| Common Stock \$0.001 par value | 09/08/2008 | S | 10,000 | D | \$ 0.12 | 3,797,644 | D |
| Common Stock \$0.001 par value | 09/09/2008 | S | 10,000 | D | \$ 0.15 | 3,787,644 | D |
| Common Stock \$0.001 par value | 09/09/2008 | S | 30,000 | D | \$ 0.12 | 3,757,644 | D |
| Common Stock \$0.001 par value | 09/15/2008 | S | 10,000 | D | \$ 0.13 | 3,747,644 | D |
| Common Stock \$0.001 par value | 09/23/2008 | A | 250,000 | A | <u>(1)</u> <u>(2)</u> | 3,997,644 | D |

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Options | \$ 0.18 | 09/15/2008 | | A | 1,000,000 | 09/15/2008 | 09/30/2013 | Common Stock | 1,000,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

| | | | |
|----------|-----------|-------------------------|-------|
| Director | 10% Owner | Officer | Other |
| X | X | Chief Executive Officer | |

Basile Mark R
500 N. BROADWAY, SUITE 204
JERICHO, NY 11753

Signatures

/s/ Mark Basile 09/24/2008

 Signature of Date
Reporting Person

Explanation of Responses:

- * 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).

- (1) N/A
- (2) grant of 250,000 from 2008 Plan
- (3) Stock Option Grant

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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