

BioMETRX

Form 4

September 24, 2008

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ILIER J RICHARD

(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)
08/28/2008

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 Financial 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 \$.001 par value	08/28/2008		S		5,000	D	\$ 0.2 817,130
Common Stock \$.001 par value	09/03/2008		S		1,800	D	\$ 0.2 815,330
Common Stock \$.001 par value	09/04/2008		S		5,100	D	\$ 0.19 810,230

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Common Stock \$.001 par value	09/08/2008	S	2,500	D	\$ 0.15	808,730	D
Common Stock \$.001 par value	09/09/2008	S	20,000	D	\$ 0.13	788,730	D
Common Stock \$.001 par value	09/09/2008	S	10,000	D	\$ 0.14	778,730	D
Common Stock \$.001 par value	09/10/2008	S	20,000	D	\$ 0.13	758,730	D
Common Stock \$.001 par value	09/16/2008	S	30,000	D	\$ 0.13	728,730	D
Common Stock \$.001 par value	09/23/2008	S	6,000	D	\$ 0.14	722,730	D
Common Stock \$.001 par value	09/23/2008	A	250,000	A	<u>(1)</u> <u>(2)</u>	972,730	D

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

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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 Underlying Securities (Instr. 3 and 4)
	\$ 0.18	09/15/2008		A	1,000,000	09/15/2008 09/30/2013	

Stock
Options

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ILER J RICHARD 500 N. BROADWAY, SUITE 204 JERICHO, NY 11753	X		Chief Financial Officer	

Signatures

/s/ J. Richard
Iler 09/24/2008

__Signature of
Reporting Person Date

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 shares
- (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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