

SMITH THOMAS P  
Form 4/A  
October 16, 2009

**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 \*  
SMITH THOMAS P

(Last) (First) (Middle)

7860 EAST MCCLAIN DRIVE  
SUITE E

(Street)

SCOTTSDALE, AZ 85260-1627

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Lightwave Logic, Inc. [LWLG]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/13/2009

4. If Amendment, Date Original Filed(Month/Day/Year)  
10/15/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 or Price		
Common Stock	10/15/2009		M		131,000 (1)	A	\$ 1 881,000 D
Common Stock	10/15/2009		S		10,000	D	\$ 1.6 871,000 D
Common Stock	10/15/2009		S		6,500	D	\$ 1.55 864,500 D
Common Stock	10/14/2009		S		14,500	D	\$ 1.5 850,000 D
Common Stock	10/13/2009		S		15,515	D	\$ 1.33 834,485 D

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Common Stock	10/13/2009	S	9,100	D	\$ 1.3401	825,385	D
Common Stock	10/13/2009	S	15,000	D	\$ 1.361	810,385	D
Common Stock	10/13/2009	S	15,800	D	\$ 1.3625	794,585	D
Common Stock	10/13/2009	S	8,175	D	\$ 1.364	786,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.365	781,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.372	776,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.4	771,410	D
Common Stock	10/13/2009	S	2,710	D	\$ 1.4025	768,700	D
Common Stock	10/13/2009	S	18,700	D	\$ 1.405	750,000	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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**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 of Shares
Warrant (Right to Buy)	\$ 1	10/15/2009		M	131,000	10/18/2007	10/18/2009	Common Stock	131,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SMITH THOMAS P  
7860 EAST MCCLAIN DRIVE SUITE E      X  
SCOTTSDALE, AZ 85260-1627

## Signatures

/s/Thomas P.  
Smith    10/16/2009

\_\_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)    Acquired restricted stock pursuant to exercise of warrant.

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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