

Reich Michael
Form 3/A
January 08, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Reich Michael | | (Month/Day/Year) | Opko Health, Inc. [OPK] | |
| (Last) | (First) | 03/27/2007 | | |
| OPKO HEALTH, INC., 4400 BISCAYNE BOULEVARD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 03/29/2007 |
| MIAMI, FL 33137 | | | <input checked="" type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | <input type="checkbox"/> 10% Owner | |
| | | | <input type="checkbox"/> Other | |
| | | | (specify below) | |

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) |
|---------------------------------|---|--|---|
| Common Stock, \$0.01 par value | 359,566 | D | |
| Common Stock, \$0.01 par value | 194,604 | I | See footnote ⁽¹⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

Edgar Filing: Reich Michael - Form 3/A

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|------------------|
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 10,901 | \$ 0.6728 | D | Â |
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 10,901 | \$ 0.8473 | D | Â |
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 10,901 | \$ 1.0466 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 12/11/2013 | Common Stock | 62,273 | \$ 0.04 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 11/08/2014 | Common Stock | 25,947 | \$ 0.04 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 02/15/2015 | Common Stock | 103,788 | \$ 0.04 | D | Â |
| Stock Option (Right to Buy) | Â (4) | 02/28/2016 | Common Stock | 155,682 | \$ 0.05 | D | Â |
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 5,900 | \$ 0.6728 | I | See footnote (5) |
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 5,900 | \$ 0.8473 | I | See footnote (5) |
| Warrant (Right to Buy) | Â (2) | 03/27/2017 | Common Stock | 5,900 | \$ 1.0466 | I | See footnote (5) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Reich Michael OPKO HEALTH, INC. 4400 BISCAYNE BOULEVARD MIAMI, FL 33137 | Â X | Â | Â | Â |

Signatures

/s/ Kate Inman,
Attorney-in-Fact
01/08/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).

(1)

Edgar Filing: Reich Michael - Form 3/A

The 194,604 shares of Common Stock are held by Edonjes LLC, of which Mr. Reich's children are the beneficial owners. Mr. Reich disclaims beneficial interest of the shares of Common Stock held by Edonjes LLC, except to the extent of any pecuniary interest therein.

- (2) These warrants are currently exercisable.
- (3) These options are fully vested.
- (4) 56,219 of these options are fully vested. The balance will vest monthly until fully vested in December 2009.

- (5) These warrants of Common Stock are held by Edonjes LLC, of which Mr. Reich's children are the beneficial owners. Mr. Reich disclaims beneficial interest of the warrants to purchase shares of Common Stock held by Edonjes LLC, except to the extent of any pecuniary interest therein.

Â

Remarks:

All securities described were acquired in a merger transaction between Acuity Pharmaceuticals, Inc. and

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.