SEC F	Form 4
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287

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Estimated average burden

hours per response:

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

						or sec	uon 30(n)) of the ir	ivesumen	t Con	npany Act of	1940							,	
1. Name ar Carus A		Reporting Person*					suer Name and Ticker or Trading Symbol EMBIO DIAGNOSTICS, INC. [cemi]							lationship of ck all applica Director	able)	g Persc	on(s) to Issu 10% Ow		:t d	
(Last) 109 EST	(F ATE DRIVI	irst) E	(Middle)			Date 0 2/15/2		st Transa	ction (Moi	nth/D	ay/Year)		Officer (below)	Other (s below)	specify	re				
,					4.	If Ame	endment,	Date of	Original F	-iled ((Month/Day/`		6. Individual or Joint/Group Filing (Check Applicable							
(Street) JERICH	O N	Y	11753										Line)	rting Person One Report						
(City)	(S	itate)	(Zip)										Person							
			ble I - Nor	r						Dis	1			cially Owned						
1. Title of Security (Instr. 3)		2. Trans Date (Month/			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transac Code (II 8)		4. Securitie Disposed C			Beneficial Owned Fo Reported	i ly bllowing	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	Direct I Indirect I str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	v	Amount	(A) or (D)	Price	Transactio (Instr. 3 ar	on(s) 1d 4)			-	re ct al	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1 Title of	2	3. Transaction		(e.g., p		s, cal	1		•					8 Price of	9. Numbe	ur of	10.	11. Nature		
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)		ransa ode (I)		Derivative		Expiratio	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)	of Indirect Beneficial Ownership	
					ode	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				rectal	
Option to purchase common stock	\$0.53	02/15/2008			D			36,000	06/21/20		06/21/2012	Common Stock	36,000	(1)	0		D			
Option to purchase common stock	\$0.53	02/15/2008			D			36,000	06/21/20)09	06/21/2012	Common Stock	36,000	(1)	0		D			
Option to purchase common stock	\$0.53	02/15/2008			D			36,000	06/21/20)10	06/21/2012	Common Stock	36,000	(1)	0		D		-	
Option to purchase common stock	\$0.53	02/15/2008			D			36,000	06/21/20)11	06/21/2012	Common Stock	36,000	(1)	0		D		-	
Option to purchase common stock	\$0.55	02/15/2008			D			12,000	04/16/20)07	04/16/2012	Common Stock	12,000	(1)	0		D		-	
Option to purchase common stock	\$0.55	02/15/2008			D			12,000	06/21/20)07	04/16/2012	Common Stock	12,000	(1)	0		D			
Option to purchase common stock	\$0.55	02/15/2008			D			12,000	06/21/20)07	04/16/2012	Common Stock	12,000	(1)	0		D			
Option to purchase common stock	\$0.75	02/15/2008			D			12,000	04/15/20)06	04/15/2011	Common Stock	12,000	(1)	0		D			
Option to purchase common stock	\$0.75	02/15/2008			D			12,000	04/15/20)07	04/15/2011	Common Stock	12,000	(1)	0		D		-	
Option to purchase common stock	\$0.75	02/15/2008			D			12,000	04/15/20)08	04/15/2011	Common Stock	12,000	(1)	0		D		-	
Option to purchase common stock	\$0.79	02/15/2008			D			12,000	04/15/20)05	04/15/2010	Common Stock	12,000	(1)	0		D			

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)		Transaction Derivation Code (Instr. Securition		ve es d (A) or ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Option to purchase common stock	\$0.79	02/15/2008		D			12,000	04/15/2006	04/15/2010	Common Stock	12,000	(1)	0	D	
Option to purchase common stock	\$0.79	02/15/2008		D			12,000	04/15/2007	04/15/2010	Common Stock	12,000	(1)	0	D	
Option to purchase common stock	\$0.48	02/15/2008		Α		36,000		06/21/2008	06/21/2012	Common Stock	36,000	(1)	36,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		36,000		06/21/2009	06/21/2012	Common Stock	36,000	(1)	36,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		36,000		06/21/2010	06/21/2012	Common Stock	36,000	(1)	36,000	D	
Option to purchase common stock	\$0.48	02/18/2008		A		36,000		06/21/2011	06/21/2012	Common Stock	36,000	(1)	36,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/16/2012	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/16/2012	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/16/2012	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/15/2011	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/15/2011	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		04/15/2008	04/15/2011	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/15/2010	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		A		12,000		02/15/2008	04/15/2010	Common Stock	12,000	(1)	12,000	D	
Option to purchase common stock	\$0.48	02/15/2008		Α		12,000		02/15/2008	04/15/2010	Common Stock	12,000	(1)	12,000	D	

Explanation of Responses:

1. The reporting person agreed to cancellation of an option granted to him in exchange for a new option having a lower price.

<u>Alan Carus</u> ** Signature of Reporting Person 02/20/2008 Date

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

 * 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).

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.