

SRYBNIK SIMON  
Form 4  
October 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 \*  
SRYBNIK SIMON

2. Issuer Name and Ticker or Trading Symbol  
VASOMEDICAL INC [VASO.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
140 53RD STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/09/2008

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

BROOKLYN, NY 11232

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    |                                      |  |                                | (A)   | 21,428,572  | I  | By Kerns Manufacturing Corp. <sup>(1)</sup>           |
| Common Stock                    |                                      |  |                                | (A)   | 6,990,840   | I  | By Living Data Technology Corporation <sup>(2)</sup>  |
| Common Stock                    | 09/09/2008                           |  | A                              | 250,000   | A   | (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**

SEC 1474  
(9-02)

displays a currently valid OMB control number.

**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 Security (Instr. 3 and 4) |              |                  |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Am<br>Nur<br>Sha |
| 2004 Stock Option/Stock Issuance Plan      | \$ 0.12  | 07/26/2007                           |  | A                              | 150,000   | <u>(4)</u>   | 07/25/2017  | Common Stock | 1.               |
| Warrant (right to buy)                     | \$ 0.08  |                                      |  |                                |   | 06/21/2007   | 06/20/2012  | Common Stock | 4.2              |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SRYBNIK SIMON<br>140 53RD STREET<br>BROOKLYN, NY 11232 | X             | X         |         |       |

## Signatures

/s/ Simon  
Srybnik

10/24/2008

\*\*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) The reporting person and his brother Louis Srybnik are the sole directors and the Chairman of the Board and the President, respectively, of the record holder of these shares. They also are the sole shareholders of the record holder, each holding 50% of the shares. The reporting person, accordingly, shares with his brother voting and dispositive powers over these shares and, as a result, may be deemed to be the co-beneficial owner thereof

(2) The reporting person and his brother Louis Srybnik are the sole directors and officers of the record holder of these shares. They also each own 35% of the outstanding shares of the record holder. The reporting person, accordingly, shares with his brother voting and dispositive powers over these shares and, as a result, may be deemed to be the co-beneficial owner thereof.

(3) See Note (1) as to why the reporting person may be deemed to be the co-beneficial owner of this warrant

(4) Options vest immediately.

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(5) Director fees

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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