

Boston Avenue Capital LLC
 Form 3/A
 February 03, 2010

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	
Â Boston Avenue Capital LLC			(Month/Day/Year)		COMPUMED INC [CMPD]	
(Last)	(First)	(Middle)	03/14/2007		4. Relationship of Reporting Person(s) to Issuer	
15 EAST 5TH STREET, SUITE 3200,Â					5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street)					03/29/2007	
TULSA,Â OKÂ 74103					6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)			___ Form filed by One Reporting Person	
					X Form filed by More than One Reporting Person	

(Check all applicable)

___ Director 10% Owner
 ___ Officer ___ Other
 (give title below) (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)
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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

Common Stock
 Purchase Warrant dated 03/12/2007 03/12/2012 3/12/2007 (right to buy) Common Stock 4,167,000 (1) \$ 0.3 D A

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Boston Avenue Capital LLC 15 EAST 5TH STREET, SUITE 3200 TULSA, OK 74103	A	A X	A	A
Yorktown Avenue Capital, LLC 15 EAST 5TH STREET, SUITE 3200 TULSA, OK 74103	A	A X	A	A
Gillman Charles M 15 EAST 5TH STREET SUITE 2660 TULSA, OK 74103	A	A X	A	A

Signatures

Paula L. Skidmore, Attorney-in-Fact for each of the Reporting Persons 02/03/2010

**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) The number of shares of underlying common stock was previously reported as 4,166,500 shares by Boston Avenue Capital LLC on its Form 3/A dated March 29, 2007. This amendment is filed to correct the discrepancy.

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Remarks:

This is a joint filing with Boston Avenue Capital LLC ("Boston") as the designated filer. Also included in this filing are Boston and Yorktown, which have sole direct voting and dispositive power over their respective reported securities. Mr. Gillman became a Director of the Issuer on February 15, 2008, and continues to serve. Value Fund Advisors, LLC, is no longer a beneficial owner of the reported securities.

Exhibit List

- 24.1 Power of Attorney, dated December 2, 2009, by Boston Avenue Capital LLC
- 24.2 Power of Attorney, dated December 2, 2009, by Yorktown Avenue Capital, LLC
- 24.3 Power of Attorney, dated December 2, 2009, by Charles M. Gillman

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.