CorMedix Inc. Form 3 March 29, 2010

## FORM 3

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

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement CorMedix Inc. [CRMD] Houser Mark T. (Month/Day/Year) 03/24/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O CORMEDIX INC., 86 (Check all applicable) **SUMMIT AVENUE, SUITE 301** (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Chief Medical Officer Person SUMMIT, NJÂ 079013647 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock, \$0.001 par value per share D 13,528 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

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)
		Title	Derivative Security	Security: Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
12% Convertible Notes	(1)	(1)	Units consisting of common stock and warrant (2)	14,652	\$ <u>(1)</u>	D	Â
Stock Option (right to buy)	(3)	08/01/2018	Common Stock, \$0.001 par value per share	1,915	\$ 8.23	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b>-</b>	Director	10% Owner	Officer	Other	
Houser Mark T. C/O CORMEDIX INC. 86 SUMMIT AVENUE, SUITE 301	Â	Â	Chief Medical Officer	Â	

## **Signatures**

/s/ Houser, Mark T.	03/29/2010	
**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).
- The outstanding principal amount of the 12% Convertible Notes, and all accrued interest thereon, will automatically convert into units, each unit consisting of two shares of common stock and a warrant to purchase one share of common stock, at a conversion price of \$6.50 per unit, upon the consummation of the Company's initial public offering.
- Each unit consists of two shares of common stock and a warrant to purchase one share of common stock at an exercise price of \$3.4375 per share. Each warrant will become exercisable upon the earlier to occur of the expiration of the underwriters' over allotment option or its exercise in full (in connection with the Company's initial public offering), and will expire on March 24, 2015, or earlier upon redemption.
- (3) These options vest as follows: 1/3 on March 4, 2009; an additional 1/3 on March 4, 2010; and the remaining 1/3 on March 4, 2011.

  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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