Edgar Filing: HARRISON MARTIN MD - Form 4

HARRISON Form 4 May 19, 2009	MARTIN MD											
FORM	4 UNITED	Washington, D.C. 20549 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 20(b) of the Investment Company Act of 1040								PROVAL 3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instrue 1(b).	Filed pu S. Filed pu S. Section 17 Ction									January 31, 2005 average rs per 0.5		
HARRISON MARTIN MD Symbol METRO				r Name and Ticker or Trading DPOLITAN HEALTH DRKS INC [MDF]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				of Earliest Transaction /Day/Year) 2009				X Director Officer (give below)	ve title 10% Owner Other (specify below)			
Filed(Mon WEST PALM BEACH, FL US				ndment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
33401 (City)	(State)	(Zip)	Table	I - Non-D	erivative S	lecuri	ties Aco	uired, Disposed of	f or Beneficial	lv Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	 Execution any 	med	3.	4. Securi m(A) or Di (D) (Instr. 3,	ties Ad sposed	cquired d of 5) Price	5. Amount of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Common Stock	05/18/2009			S	5,000 (1)	D	\$ 1.95 (2)	4,377,885 <u>(3)</u>	D			

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

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 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
HARRISON MARTIN MD 250 S. AUSTRALIAN AVE WEST PALM BEACH, FL	Х						
Signatures							
/s/ Martin W. Harrison	05/19/2009						

<u>**</u>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) These shares were sold pursuant to Rule 10b5-1 sales plan adopted by Dr. Harrison on 3/5/09.

Represents the weighted-average sale price per share of a series of transactions, all of which were executed on May 18, 2009. The actual sale prices ranged from a low of \$1.93 to a high of \$1.99. The Reporting Person undertakes to provide upon request of the SEC Staff, Metropolitan Health Networks, Inc. or a Metropolitan Health Networks, Inc. security holder full information regarding the number of shares sold at each price within the range.

(3) Includes 900,000 shares held indirectly through H3O, Inc., a corporation in which Dr. Harrison is an Officer.

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.