

SMITH RICHARD M
Form 4
June 14, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH RICHARD M

(Last) (First) (Middle)

485 HALF DAY ROAD, SUITE 300

(Street)

BUFFALO GROVE, IL 60089

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

OPTION CARE INC/DE [OPTN]

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

06/08/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President & COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	06/09/2006		M		5,100	A	\$ 6.03	5,100	D
Common Stock	06/08/2006		M		5,100	D	\$ 10.82	0	D
Common Stock	06/08/2006		M		28,750	A	\$ 6.03	28,750	D
Common Stock	06/08/2006		M		28,750	D	\$ 10.83	0	D
Common Stock	06/08/2006		M		3,750	A	\$ 6.03	3,750	D

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Common Stock	06/08/2006	P	3,750	D	\$ 10.84	0	D
Common Stock	06/08/2006	M	500	A	\$ 6.03	500	D
Common Stock	06/08/2006	M	500	D	\$ 10.85	0	D
Common Stock	06/08/2006	M	900	A	\$ 6.03	900	D
Common Stock	06/08/2006	M	900	D	\$ 10.86	0	D
Common Stock	06/08/2006	M	9,643	A	\$ 6.03	9,643	D
Common Stock	06/08/2006	P	9,643	D	\$ 10.87	0	D
Common Stock	06/08/2006	M	8,057	A	\$ 6.03	8,057	D
Common Stock	06/08/2006	M	8,057	D	\$ 10.88	0	D
Common Stock	06/08/2006	M	4,481	A	\$ 6.03	4,481	D
Common Stock	06/08/2006	M	4,481	D	\$ 10.89	0	D
Common Stock	06/08/2006	M	800	A	\$ 6.03	800	D
Common Stock	06/08/2006	M	800	D	\$ 10.9	0	D

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares

Stock Option (right-to-buy)	\$ 6.03	06/08/2006	M	112,500	05/09/2004	05/09/2013	Common Stock	11
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH RICHARD M 485 HALF DAY ROAD SUITE 300 BUFFALO GROVE, IL 60089			President & COO	

Signatures

Joseph Bonaccorsi, Attorney-In-Fact	06/14/2006
<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) The reported transaction is the exercise of a derivative security (i.e., stock option); the exercise price is found in column 2.

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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