SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add Morawetz I		2. Date of Event Requiring Statement (Month/Day/Year) 3. Issuer Name and Ticker or Trading Symbol 10/19/2009 BioDrain Medical, Inc. [BIOR]									
(Last) (First) (Middle) 2060 CENTRE POINTE BLVD., SUITE 7		,				onship of Reporting Person(s) to Issuer all applicable) Director 10% Owne Officer (give title Other (spec		er (Mo		f Amendment, Date of Original Filed onth/Day/Year) ndividual or Joint/Group Filing (Check	
(Street) MENDOTA HEIGHTS	MN	55120				below)	Other (spe below)	спу		cable Line) Form filed b	y One Reporting Person y More than One
(City)	(State)	(Zip)									
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)		
Common Stock					107,739		D	,			
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)		d 3. Title and Amount of Securi Underlying Derivative Securi			4. Conve or Exe	rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Price o Deriva Securi	tive	Direct (D) or Indirect (I) (Instr. 5)	
Option to purchase common stock		n stock	(1)	05/15/2014	4	Common Stock	75,000	0.3	5	D	
Convertible Note		10/31/2009	10/31/2009	9	Common Stock	3,506	0.3	5	D		

Explanation of Responses:

1. Exercisable upon the Company raising an additional \$3,000,000 in equity.

/s/ Peter L. Morawetz

12/02/2009

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.