

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

<b>1. Name and Address of Reporting Person*</b> <u>Shuler Alan</u>  (Last) (First) (Middle) 2060 CENTRE POINTE BLVD., SUITE 7  (Street) MENDOTA MN 55120 HEIGHTS  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>BioDrain Medical, Inc. [ BIOR ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below)  Secretary
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 01/08/2010	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b> 12/27/2010		

**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	01/08/2010		A		19,090	A	(1)	31,900	D	
Common Stock	05/06/2010		A		12,850	A	(2)	44,750	D	
Common Stock	07/27/2010		A		13,860	A	(3)	58,610	D	

**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 of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options	\$0.15	11/16/2010		A		150,000		11/16/2010	11/16/2020	Common Stock	150,000	\$0	150,000	D	
Warrant	\$0.46	08/24/2009		A		18,207		08/24/2009	08/23/2014	Common Stock	18,207	\$0	18,207	D	

**Explanation of Responses:**

- The reporting person was granted these securities as payment for \$9,545 in consulting fees incurred by the Issuer.
- The reporting person was granted these securities as payment for \$6,425 in consulting fees incurred by the Issuer.
- The reporting person was granted these securities as payment for \$6,930 in consulting fees incurred by the Issuer.

/s/ Alan Shuler

01/06/2011

\*\* 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 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).

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.