

CUMMINS MARC G
Form 4
February 07, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CUMMINS MARC G

2. Issuer Name and Ticker or Trading Symbol
Xcorporeal, Inc. [XCPL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
11150 SANTA MONICA
BLVD, SUITE 340

3. Date of Earliest Transaction
(Month/Day/Year)
02/05/2008

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LOS ANGELES, CA 90025

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---------------------------|---|--|---|
| | | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 02/05/2008 | | P | 13,600 | A \$ 2.55 | 990,416 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |
| Common Stock | 02/05/2008 | | P | 2,000 | A \$ 2.75 | 992,416 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |
| Common Stock | 02/06/2008 | | P | 700 | A \$ 2.6 | 993,116 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|---------|-----------|---|---|
| Common Stock | 02/06/2008 | | P | 200 | A | \$ 2.65 | 993,316 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |
| Common Stock | 02/06/2008 | | P | 2,000 | A | \$ 2.74 | 995,316 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |
| Common Stock | 02/06/2008 | | P | 500 | A | \$ 2.75 | 995,816 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |
| Common Stock | 02/06/2008 | | P | 5,836 | A | \$ 2.8 | 1,001,652 | I | Via Prime Logic Capital, LLC ⁽¹⁾ |

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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CUMMINS MARC G 11150 SANTA MONICA BLVD | | | X | |

SUITE 340
LOS ANGELES, CA 90025

Signatures

/s/ Marc G.
Cummins

02/07/2008

 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).

The reporting person is a managing partner of Prime Logic Capital, LLC, investment manager for CPS Opportunities I, LLC, Prime Logic, LP, GPC LXI, LLC, and GPC 78, the beneficial owners of the securities. He disclaims beneficial ownership of the reported securities, except to the extent of any pecuniary interest therein. This report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 of the Securities and Exchange Act of 1934, as amended, or for any other purpose.

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.