

Chalmers James Shawn
Form 3
November 23, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Chalmers James Shawn
(Last) (First) (Middle)

705 S. 10TH STREET, SUITE 109

(Street)

BLUE SPRINGS, MO 64015

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
08/24/2009

3. Issuer Name and Ticker or Trading Symbol
ASPYRA INC [APY]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

5. If Amendment, Date Original Filed(Month/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

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, no par value

3,500

I

By controlled corporation

Common Stock, no par value

388,200

I

By controlled limited liability company

Common Stock, no par value

30,000

I

By children of Reporting Person

Common Stock, no par value

1,867,960

I

By trust of which Reporting Person is sole trustee and beneficiary

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

SEC 1473 (7-02)

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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)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Convertible Note	03/26/2008	03/26/2010	Common Stock, no par value	<u>(1)</u>	\$ 0.55	I	By trust of which the Reporting Person is the sole trustee and sole beneficiary
Convertible Note	02/12/2009	03/26/2010	Common Stock, no par value	<u>(2)</u>	\$ 0.31	I	By trust of which the Reporting person is sole trustee and sole beneficiary
Warrants	02/12/2009	02/12/2012	Common Stock, no par value	<u>(2)</u>	\$ 0.31	I	By trust of which the Reporting Person is sole trustee and sole beneficiary

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chalmers James Shawn 705 S. 10TH STREET, SUITE 109 BLUE SPRINGS, MO 64015	Â	Â X	Â	Â

Signatures

Shawn Chalmers 11/23/2009

 Date

**Signature of
Reporting Person

Explanation of Responses:

* 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).

- (1) On March 26, 2008 the Chalmers Trust purchased for \$750,000 a secured convertible note of Aspyra, Inc. (the "Company") in the principal amount of \$750,000. The note is convertible into Common Stock of the Company at a conversion rate of one share for each \$.55 in principal and/or interest converted. The note contains certain limitations on conversion which provide that the number of shares of Common Stock that may be acquired by the holder of the note upon conversion of the note shall not exceed 9.99% of the total number of issued and outstanding shares of Common Stock (including for such purpose the shares of Common Stock issuable upon such exercise or conversion).

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- (2) On February 12, 2009 the Chalmers Trust purchased for \$175,000 in cash (a) a secured convertible note of the Company in the principal amount of \$175,000 and (b) three year warrants to purchase an aggregate of 1,010,484 shares of Common Stock at an exercise price of \$.31 per share. The note is convertible into Common Stock at a conversion rate of one share for each \$.31 in principal and/or interest converted. The note and warrants contain certain limitations on conversion and exercise which provide that the number of shares of Common Stock that may be acquired by the holder shall not exceed 9.99% of the total number of issued and outstanding shares of Common Stock (including for such purpose the shares of Common Stock issuable upon such exercise or conversion).

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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