Edgar Filing: NOONAN TERRENCE A - Form 4

NOONAN TERRE Form 4	ENCE A										
October 10, 2006											
									OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNER SECURITIES SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Ac Section 17(a) of the Public Utility Holding Company Act of 193 30(h) of the Investment Company Act of 1940								Estimated burden hou response	urs per		
(Print or Type Respons	ses)										
1. Name and Address of Reporting Person <u>*</u> NOONAN TERRENCE A			2. Issuer Name and Ticker or Trading Symbol ENDOCARE INC [ENDO]			5. Relationship of Reporting Person(s) to Issuer					
(Last) (F	irst) (N	Middle)	3. Date of Earliest Transaction			-	(Check all applicable)				
C/O ENDOCARE, INC., 201 TECHNOLOGY DRIVE			(Month/Day/Year) 10/06/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)					
				4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
IRVINE, CA 926	18						Form filed by Person	More than One R	eporting		
(City) (S	tate)	(Zip)	Tab	le I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	saction Date n/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securiti onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)		
Reminder: Report on a	separate line	for each cla	ass of sec	urities bene	ficially owr	ed directly	or indirectly.				
					Person inform require	ns who restation cont ed to resp ys a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Disposed of	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units (1)	(2)	10/06/2006		А	10,101.01		(3)	(3)	Common Stock	10,101.01

Reporting Owners

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
NOONAN TERRENCE A C/O ENDOCARE, INC. 201 TECHNOLOGY DRIVE IRVINE, CA 92618	Х							
Signatures								
Clint B. Davis, as attorney-in-fact	1	0/10/2006						
<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).
- Granted under the Company?s Non-Employee Director Deferred Stock Unit Program (the "Director DSU Program"), which is described
 (1) in the Form 8 K filed by the Company on May 22, 2006. The Deferred Stock Units covered by this Form 4 represent director fees earned during the quarter ended September 30, 2006, which Mr. Noonan elected to receive in the form of Deferred Stock Units instead of cash.
- (2) Each Deferred Stock Unit reflects the right to receive one share of Common Stock in the future, subject to the terms and conditions of the Director DSU Program.
- (3) The DSU "payout date" is as soon as administratively practicable following Mr. Noonan's separation from service (but in no event earlier than June 17, 2008).
- (4) Not applicable.

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.