

ENDOCARE INC
Form 4
January 28, 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 *
Frazier Healthcare V, LP

(Last) (First) (Middle)

601 UNION STREET, SUITE 3200

(Street)

SEATTLE, WA 98101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENDOCARE INC [ENDO]

3. Date of Earliest Transaction (Month/Day/Year)
01/24/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	01/24/2008		P	3,000 A \$ 6.3	1,700,563	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008		P	233 A \$ 6.35	1,700,796	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008		P	3,900 A \$ 6.36	1,704,696	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008		P	5,800 A \$ 6.4	1,710,496	I ⁽¹⁾	By Frazier Healthcare V, LP

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Common Stock	01/24/2008	P	3,732	A	\$ 6.45	1,714,228	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008	P	100	A	\$ 6.5	1,714,328	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008	P	100	A	\$ 6.64	1,714,428	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/24/2008	P	200	A	\$ 6.65	1,714,628	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/25/2008	P	703	A	\$ 6.15	1,715,331	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/25/2008	P	800	A	\$ 6.65	1,716,131	I ⁽¹⁾	By Frazier Healthcare V, LP
Common Stock	01/28/2008	P	100	A	\$ 6.35	1,716,231	I ⁽¹⁾	By Frazier Healthcare V, LP

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

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 control number.

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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)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Frazier Healthcare V, LP 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101		X		
FHM V, LLC 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101		X		
FHM V, LP 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101		X		

Signatures

Frazier Healthcare V, LP (By FHM V, LP, its General Partner, By FHM V, LLC, its General Partner) By: /s/ Thomas S. Hodge, Chief Operating Officer

01/28/2008

__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).
- (1) These securities are owned directly by Frazier Healthcare V, LP, the designated filer. FHM V, LP, a joint filer, serves as the general partner of Frazier Healthcare V, LP and FHM V, LLC, a joint filer, serves as the general partner of FHM V, LP. FHM V, LP and FHM V, LLC disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.

Remarks:

Exhibit 99.1 - Joint Filer Information

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.