

SMITH THOMAS P
Form 4/A
October 16, 2009

FORM 4

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

OMB APPROVAL

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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 *
SMITH THOMAS P

(Last) (First) (Middle)

7860 EAST MCCLAIN DRIVE
SUITE E

(Street)

SCOTTSDALE, AZ 85260-1627

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Lightwave Logic, Inc. [LWLG]

3. Date of Earliest Transaction
(Month/Day/Year)
10/13/2009

4. If Amendment, Date Original Filed(Month/Day/Year)
10/15/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 or Price		
Common Stock	10/15/2009		M		131,000 (1)	A	\$ 1 881,000 D
Common Stock	10/15/2009		S		10,000	D	\$ 1.6 871,000 D
Common Stock	10/15/2009		S		6,500	D	\$ 1.55 864,500 D
Common Stock	10/14/2009		S		14,500	D	\$ 1.5 850,000 D
Common Stock	10/13/2009		S		15,515	D	\$ 1.33 834,485 D

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Common Stock	10/13/2009	S	9,100	D	\$ 1.3401	825,385	D
Common Stock	10/13/2009	S	15,000	D	\$ 1.361	810,385	D
Common Stock	10/13/2009	S	15,800	D	\$ 1.3625	794,585	D
Common Stock	10/13/2009	S	8,175	D	\$ 1.364	786,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.365	781,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.372	776,410	D
Common Stock	10/13/2009	S	5,000	D	\$ 1.4	771,410	D
Common Stock	10/13/2009	S	2,710	D	\$ 1.4025	768,700	D
Common Stock	10/13/2009	S	18,700	D	\$ 1.405	750,000	D

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Warrant (Right to Buy)	\$ 1	10/15/2009		M	131,000	10/18/2007	10/18/2009	Common Stock	131,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SMITH THOMAS P
7860 EAST MCCLAIN DRIVE SUITE E X
SCOTTSDALE, AZ 85260-1627

Signatures

/s/Thomas P. 10/16/2009
Smith

 **Signature of Date
Reporting Person

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) Acquired restricted stock pursuant to exercise of warrant.

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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