FROST PHILLIP MD ET AL

Form 4

August 12, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Opko Health, Inc. [OPK]

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

Symbol

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FROST PHILLIP MD ET AL

		O	Opko Health, Inc. [OPK]			(Check all applicable)				
OPKO HEA BISCAYNE	LTH, INC., 4400	(N	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2010			_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) CEO & Chairman				
	(Street)			ndment, Dat h/Day/Year)	_	l		6. Individual or J Applicable Line) Form filed by	Toint/Group Filin One Reporting Pe	
MIAMI, FL 33137								_X_ Form filed by More than One Reporting Person		
(City)	(State)	Zip)	Table	I - Non-D	erivative S	Securi	ities Acq	quired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	on(A) or Di (D) (Instr. 3,	4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	08/11/2010			P	1,500	A	\$ 2.44	97,694,552	I	See Footnote (1)
Common Stock	08/11/2010			P	500	A	\$ 2.43	97,695,052	I	See Footnote (1)
Common Stock	08/11/2010			P	500	A	\$ 2.41	97,695,552	I	See Footnote (1)
Common Stock	08/11/2010			P	500	A	\$ 2.4	97,696,052	I	See Footnote

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								<u>(1)</u>
Common Stock	08/11/2010	P	500	A	\$ 2.39	97,696,552	I	See Footnote
Common Stock	08/11/2010	P	500	A	\$ 2.38	97,697,052	I	See Footnote
Common Stock	08/11/2010	P	500	A	\$ 2.37	97,697,552	I	See Footnote (1)
Common Stock	08/11/2010	P	3,000	A	\$ 2.36	97,700,552	I	See Footnote (1)
Common Stock	08/11/2010	P	1,000	A	\$ 2.35	97,701,552	I	See Footnote (1)
Common Stock	08/11/2010	P	1,500	A	\$ 2.34	97,703,052	I	See Footnote (1)
Common Stock	08/11/2010	P	900	A	\$ 2.33	97,703,952	I	See Footnote (1)
Common Stock	08/11/2010	P	600	A	\$ 2.32	97,704,552	I	See Footnote (1)
Common Stock	08/11/2010	P	1,500	A	\$ 2.31	97,706,052	I	See Footnote (1)
Common Stock	08/11/2010	P	2,500	A	\$ 2.3	97,708,552	I	See Footnote (1)
Common Stock	08/11/2010	P	2,000	A	\$ 2.29	97,710,552	I	See Footnote (1)
Common Stock						15,490,546	I	See Footnote

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

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SEC 1474 (9-02)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FROST PHILLIP MD ET AL OPKO HEALTH, INC. 4400 BISCAYNE BLVD. MIAMI, FL 33137	X	X	CEO & Chairman					
Frost Gamma Investments Trust 4400 BISCAYNE BLVD. MIAMI, FL 33137		X						
Signatures								

Phillip Frost, M.D., Individually and as 08/12/2010 Trustee

> **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).

exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general partner of Frost Gamma, L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

The securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and

These securities are owned directly by The Frost Group, LLC. Frost Gamma Investments Trust is a principal member of The Frost Group, LLC. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 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.

Reporting Owners 3

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