SONOSITE INC Form 4/A March 27, 2007

FORM 4

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

Check this box

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1. Name and Address of Reporting Person *

| GOODWIN KEVIN M | | | Symbol | · | | | | | Issuer (Check all applicable) | | | |
|--------------------------------------|---|---------------------|---|--|-------------------|------------------|----------------------|---|---|-----------|--|--|
| (Loot) | | SONOSITE INC [SONO] | | | | | | | | | | |
| (Last) (First) (Middle) | | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | _X_ Director10% Owner | | | |
| 21919 30TH DRIVE SE | | | 04/06/1 | 04/06/1998 | | | | X Officer (give title Other (specify below) President and CEO | | | | |
| (Street) | | | 4. If Ame | 4. If Amendment, Date Original | | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | | Filed(Month/Day/Year) 04/08/1998 | | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| BOTHELL, | WA 98021 | | | | | | | Person | | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-L | Derivative | Secur | rities Acq | uired, Disposed o | f, or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | arity (Month/Day/Year) Execution Date, if | | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | | Owned Indirect (I) O | | | | | |
| | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | | |
| Common Stock | 04/06/1998(1) | | | S | 302 | D | (1) | 0 | I | by 401(k) | | |
| Common Stock | 03/15/2001(2) | | | P | 2,000 | A | \$ 12.69 | 121,539 | D | | | |
| Common Stock | 07/01/2002(2) | | | P | 268 | A | \$ 13.01 | 121,807 | D | | | |

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

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5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

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number.

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 | Transaction | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | | | |
| | | | | | | Date | Expiration | | or Number | | |
| | | | | | | Exercisable | Date | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |
| | | | | Code v | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|-------------------|-------|--|--|--|--|
| reporting owner runner runners | Director | 10% Owner | Officer | Other | | | | |
| GOODWIN KEVIN M 21919 30TH DRIVE SE BOTHELL, WA 98021 | X | | President and CEO | | | | | |

Signatures

Shannon Atchison, attorney in fact for Kevin M.

Goodwin

03/27/2007

**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).
- Mr. Goodwin's Form 3, filed on April 8, 1998, erroneously reported that he held 302 shares of company common stock through his (1) 401(k) plan account. In fact, he held no company shares in his 401(k) account at the time his Form 3 was filed or at any time since. This amended Form 4 is filed to correct that error with respect to his holdings of company securities.
- It had previously been reported that Mr. Goodwin held 10,300 indirect shares in an IRA account. It was recently discovered that 2,000 (2) shares had been added to that account in 2001 and 268 shares had been added to that account in 2002; those shares were not reported at that time. Going forward IRA shares will be included in Mr. Goodwin's direct holdings rather than broken out as indirect holdings.

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.

Reporting Owners 2