STOTE ROBERT M
Form 4
August 28, 2009

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
STOTE ROBERT M

(Last) (First) (Middle)

6210 PASADENA POINT BLVD.

(Street)

GULF PORT, FL 33707

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
DATATRAK INTERNATIONAL INC [DATA]

3. Date of Earliest Transaction (Month/Day/Year)
08/26/2009

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			

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

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

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)						
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Director Stock Option (right to buy)	$ 3.46	08/26/2009		D			18,750	06/01/2001	06/01/2010	Common Shares	18,7
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A		938 (2)		08/26/2009	06/09/2019	Common Shares	93
Director Stock Option (right to buy)	$ 7.56	08/26/2009		D			9,375	06/02/2005	06/02/2014	Common Shares	9,3
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A		469 (2)		08/26/2009	06/09/2019	Common Shares	46
Director Stock Option (right to buy)	$ 2.2	08/26/2009		D			6,503	11/13/2007	11/13/2017	Common Shares	6,5
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A		3,902 (2)		08/26/2009	06/09/2019	Common Shares	3,9
Director Stock Option (right to buy)	$ 1.79	08/26/2009		D			6,461	02/29/2008	02/28/2018	Common Shares	6,4
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A		4,200 (2)		08/26/2009	06/09/2019	Common Shares	4,2

Director Stock Option (right to buy)	$ 0.69	08/26/2009		D		6,255	05/13/2008	05/13/2018	Common Shares	6,2
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A	5,004 (2)		08/26/2009	06/09/2019	Common Shares	5,0
Director Stock Option (right to buy)	$ 0.23	08/26/2009		A	63,390		(7)	06/09/2019	Common Shares	63,3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STOTE ROBERT M 6210 PASADENA POINT BLVD. GULF PORT, FL 33707	X			

Signatures

/s/ Robert M. Stote, by Arthur C. Hall III, his attorney-in-fact, pursuant to Power of Attorney, dated October 28, 2005, on file with the Commission	08/28/2009
**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) On August 26, 2009, the Company cancelled, pursuant to the Company's option exchange program, an option for 18,750 common shares granted to the reporting person on June 1, 2000. In exchange, the reporting person received a replacement option for 938 common shares of the Company, having an exercise price of $0.23 per share.

(2) Options were granted under the Company's 2009 Omnibus Equity Plan in reliance upon the exemption provided by Rule 16b-3. The options are fully vested and immediately exercisable.

(3) On August 26, 2009, the Company cancelled, pursuant to the Company's option exchange program, an option for 9,375 common shares granted to the reporting person on June 2, 2004. In exchange, the reporting person received a replacement option for 469 common shares of the Company, having an exercise price of $0.23 per share.

(4) On August 26, 2009, the Company cancelled, pursuant to the Company's option exchange program, an option for 6,503 common shares granted to the reporting person on November 13, 2007. In exchange, the reporting person received a replacement option for 3,902 common shares of the Company, having an exercise price of $0.23 per share.

(5) On August 26, 2009, the Company cancelled, pursuant to the Company's option exchange program, an option for 6,461 common shares granted to the reporting person on February 29, 2008. In exchange, the reporting person received a replacement option for 4,200 common shares of the Company, having an exercise price of $0.23 per share.

(6)

On August 26, 2009, the Company cancelled, pursuant to the Company's option exchange program, an option for 6,255 common shares granted to the reporting person on May 13, 2008. In exchange, the reporting person received a replacement option for 5,004 common shares of the Company, having an exercise price of $0.23 per share.

(7) Options were granted under the Company's 2009 Omnibus Equity Plan in reliance upon the exemption provided by Rule 16b-3. The options vest ratably over a three-year period beginning on the first anniversay of the date of grant.

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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