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COMPUMED INC
Form S-8
August 23, 2006

As filed with the Securities and Exchange Commission on August 23, 2006

File No. _____

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

COMPUMED, INC.

(Exact name of registrant as specified in its charter)

Delaware

95-2860434

(State or other jurisdiction
of incorporation or organization)

(IRS Employer
Identification No.)

5777 West Century Blvd., Suite 1285, Los Angeles, CA 90045

(Address, Including Zip Code and Telephone Number, of Principal Executive
Offices)

2006 STOCK INCENTIVE PLAN

(Full Title of the Plan)

John G. McLaughlin
President and Chief Executive Officer
5777 West Century Blvd., Suite 1285, Los Angeles, CA 90045
Telephone: (310) 258-5000

(Name, Address and Telephone Number, including Area Code, of Agent for Service)

CALCULATION OF REGISTRATION FEE

| Title of each class of securities to be registered | Amount to be registered | Proposed maximum offering price per share (2) | Proposed maximum aggregate offering price | Amount of registration fee |
|--|----------------------------|---|---|----------------------------------|
| Common Stock, \$0.01 Par Value | 2,500,000 | \$0.34 | \$850,000 | \$90.95 |