

PARZYBOK WILLIAM G JR
 Form 4/A
 March 11, 2011

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 *
 PARZYBOK WILLIAM G JR

2. Issuer Name and Ticker or Trading Symbol
 SONOSITE INC [SONO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 21919 30TH DR SE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/08/2011

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

BOTHELL, WA 98021

4. If Amendment, Date Original Filed (Month/Day/Year)
 03/09/2011

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | | | |
| Common Stock | 03/08/2011 | | M | | 2,074 | A | \$ 18.51 | 33,574 | D | |
| Common Stock | 03/08/2011 | | S | | 2,074 | D | \$ 36.1294 | 31,500 | D | |
| Common Stock | 03/09/2011 | | M | | 10,725 | A | \$ 18.51 | 42,225 | D | |
| Common Stock | 03/09/2011 | | S | | 10,725 | D | \$ 35.7661 | 31,500 | D | |

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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Options | \$ 18.51 | 03/08/2011 | | M | 2,074 | 04/30/2003 04/30/2012 | Common Stock 2,074 |
| Non-Qualified Stock Options | \$ 18.51 | 03/09/2011 | | M | 10,725 | 04/30/2003 04/30/2012 | Common Stock 10,725 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PARZYBOK WILLIAM G JR 21919 30TH DR SE BOTHELL, WA 98021 | | X | | |

Signatures

Shannon Atchison, Attorney In Fact for William G. Parzybok, Jr. 03/11/2011

__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) Number of shares remaining was mistakenly reported as 1,571. The correct number is 2,201.

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.