Bernard Gordon R Form 3/A January 06, 2010

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: **SECURITIES**

January 31, 2005

0.5

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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

response...

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Bernard Gordon R

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

08/10/2009

CUMBERLAND PHARMACEUTICALS INC [CPIX]

2525 WEST END

AVE., SUITE 950

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

08/10/2009

(Check all applicable)

Senior Vice President

Director _X__ Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line)

5. If Amendment, Date Original

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

NASHVILLE, ÂTNÂ 37203

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Ownership Form:

Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of

Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

						(Instr. 5)	
Options (1)	12/31/2008	07/31/2018	Common stock	563	\$ 13	D	Â
Options (1)	12/31/2008	07/31/2018	Common stock	563	\$ 13	D	Â
Options (1)	12/31/2008	07/31/2018	Common stock	562	\$ 13	D	Â
Options (1)	12/31/2008	07/31/2018	Common stock	562	\$ 13	D	Â
Options	12/31/2009	02/16/2019	Common stock	500 (2)	\$ 13	D	Â
Options	12/31/2010	02/16/2019	Common stock	500 (2)	\$ 13	D	Â
Options	12/31/2011	02/16/2019	Common stock	500 (2)	\$ 13	D	Â
Options	12/31/2012	02/16/2019	Common	500 (2)	\$ 13	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Bernard Gordon R 2525 WEST END AVE. SUITE 950 NASHVILLE, TN 37203	Â	Â	Senior Vice President	Â		

Signatures

Gordon Bernard: /s/ David L. Lowrance, as attorney-in-fact 01/06/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
 - The original Form 3 did not identify the award as vesting over a four-year period ending December 31, 2011. As such, the Date
- (1) Exercisable per the original Form 3 was incorrect. In addition, the expiration date is July 31, 2018 rather than July 22, 2018 (as per the original Form 3).
- (2) The original Form 3 incorrectly identified the vesting schedule to be 563, 563, 562 and 562 as of December 31, 2009, 2010, 2011 and 2012, respectively.

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.

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