FROST PHILLIP MD ET AL

Form 4

August 11, 2010

FORM 4

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

Check this box if no longer subject to Section 16.

SECURITIES Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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 See Instruction

1(b).

Form 5

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person * FROST PHILLIP MD ET AL			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			Opko Health, Inc. [OPK]			(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	insaction					
OPKO HEALTH, INC., 4400 BISCAYNE BLVD.			(Month/Da) 08/10/20	•		_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) CEO & Chairman				
(Street) MIAMI, FL 33137			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Mon	th/Day/Year)		Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative Securities Acq		of, or Beneficial	lly Owned		
1.Title of	2. Transaction	Date 2A. Dee	emed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Natur		
Security	(Month/Day/Y	ear) Execution	on Date, if	Transactio	n(A) or Disposed of	Securities	Form: Direct	Indirect		

(City)	(State) (Z	(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 n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		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)			
Common Stock	08/10/2010		P	2,000	. ,	\$ 2.51	97,685,052	I	See Footnote (1)		
Common Stock	08/10/2010		P	2,500	A	\$ 2.55	97,687,552	I	See Footnote (1)		
Common Stock	08/10/2010		P	3,500	A	\$ 2.56	97,691,052	I	See Footnote (1)		
Common Stock	08/10/2010		P	2,000	A	\$ 2.57	97,693,052	I	See Footnote		

OMB APPROVAL

Estimated average

burden hours per

response...

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

Edgar Filing: FROST PHILLIP MD ET AL - Form 4

Common Stock See I Footnote (2)

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

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.

SEC 1474

(9-02)

(1)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	7. Title Amour Underl Securit (Instr. 2	nt of ying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares	

Reporting Owners

**Signature of Reporting Person

Trustee

Reporting Owner Name / Address	Relationships						
reporting of their reality reality	Director	10% Owner	Officer	Other			
FROST PHILLIP MD ET AL OPKO HEALTH, INC. 4400 BISCAYNE BLVD. MIAMI, FL 33137	X	X	CEO & Chairman				
Frost Gamma Investments Trust 4400 BISCAYNE BLVD. MIAMI, FL 33137		X					
Signatures							
Phillip Frost, M.D., Individually a	and as	08	8/11/2010				

Reporting Owners 2

Date

Edgar Filing: FROST PHILLIP MD ET AL - Form 4

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).
 - The securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general
- partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- These securities are owned directly by The Frost Group, LLC. Frost Gamma Investments Trust is a principal member of The Frost Group, LLC. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.