

Chalmers James Shawn  
 Form 3  
 November 23, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *<br>Â Chalmers James Shawn<br>(Last) (First) (Middle)<br><br>705 S. 10TH STREET, SUITE 109<br>(Street)<br><br>BLUE SPRINGS,Â MOÂ 64015<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>08/24/2009 | 3. Issuer Name and Ticker or Trading Symbol<br>ASPYRA INC [APY] | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|---|--|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5)           |
|------------------------------------|--|---|--|
| Common Stock, no par value         | 3,500  | I   | By controlled corporation  |
| Common Stock, no par value         | 388,200  | I   | By controlled limited liability company                            |
| Common Stock, no par value         | 30,000   | I   | By children of Reporting Person                                    |
| Common Stock, no par value         | 1,867,960  | I   | By trust of which Reporting Person is sole trustee and beneficiary |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5)                                 |
|---|--|--------------------|--|----------------------------------|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |   |
| Convertible Note                              | 03/26/2008   | 03/26/2010         | Common<br>Stock, no<br>par value   | (1)                              | \$ 0.55  | I  | By trust of which<br>the Reporting<br>Person is the sole<br>trustee and sole<br>beneficiary |
| Convertible Note                              | 02/12/2009   | 03/26/2010         | Common<br>Stock, no<br>par value   | (2)                              | \$ 0.31  | I  | By trust of which<br>the Reporting<br>person is sole<br>trustee and sole<br>beneficiary     |
| Warrants                                      | 02/12/2009   | 02/12/2012         | Common<br>Stock, no<br>par value   | (2)                              | \$ 0.31  | I  | By trust of which<br>the Reporting<br>Person is sole<br>trustee and sole<br>beneficiary     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Chalmers James Shawn<br>705 S. 10TH STREET, SUITE 109<br>BLUE SPRINGS, MO 64015 | Â             | Â X       | Â       | Â     |

## Signatures

Shawn Chalmers                      11/23/2009  
 \*\*Signature of                      Date  
 Reporting Person

## 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).

(1) On March 26, 2008 the Chalmers Trust purchased for \$750,000 a secured convertible note of Aspyra, Inc. (the "Company") in the principal amount of \$750,000. The note is convertible into Common Stock of the Company at a conversion rate of one share for each \$.55 in principal and/or interest converted. The note contains certain limitations on conversion which provide that the number of shares of Common Stock that may be acquired by the holder of the note upon conversion of the note shall not exceed 9.99% of the total number of issued and outstanding shares of Common Stock (including for such purpose the shares of Common Stock issuable upon such exercise or conversion).

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- (2) On February 12, 2009 the Chalmers Trust purchased for \$175,000 in cash (a) a secured convertible note of the Company in the principal amount of \$175,000 and (b) three year warrants to purchase an aggregate of 1,010,484 shares of Common Stock at an exercise price of \$.31 per share. The note is convertible into Common Stock at a conversion rate of one share for each \$.31 in principal and/or interest converted. The note and warrants contain certain limitations on conversion and exercise which provide that the number of shares of Common Stock that may be acquired by the holder shall not exceed 9.99% of the total number of issued and outstanding shares of Common Stock (including for such purpose the shares of Common Stock issuable upon such exercise or conversion).

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.