

SINGER KAREN
Form 4
September 07, 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 *
SINGER KAREN

(Last) (First) (Middle)
212 VACCARO DRIVE
(Street)
CRESSKILL, NJ 07626
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HealthWarehouse.com, Inc. [HEWA]

3. Date of Earliest Transaction
(Month/Day/Year)
09/02/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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)

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number of Shares
		Code	V	(A)	(D)				
Warrant	\$ 2.9	09/02/2011	09/02/2011	A	250,000	09/02/2011	09/02/2016	Common Stock	250
Warrant	\$ 1.6					12/15/2009	12/15/2014	Common Stock	156
Warrant	\$ 1.6					05/03/2010	05/03/2015	Common Stock	156
Series B Preferred Stock	\$ 0 ⁽²⁾					11/08/2010	⁽³⁾	Common Stock	828
7% Senior Secured Convertible	\$ 0 ⁽⁴⁾					11/08/2010	12/31/2012	Common Stock	267

Promissory
Note

Warrant \$ 3 11/08/2010 11/08/2015 Common Stock 585

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINGER KAREN 212 VACCARO DRIVE CRESSKILL, NJ 07626		X		

Signatures

/s/ Paul N. Silverstein
Attorney-in-fact 09/07/2011
**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).
 The reporting person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein. This filing
 (1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities covered by this filing.
 The reporting person holds 165,774 shares of Series B Preferred Stock. This amount includes 1,660 shares of Series B Preferred Stock
 (2) received by the reporting person as a dividend for the year 2010. Each share of Series B Preferred Stock is immediately convertible into 5 shares of common stock.
 (3) N/A
 The convertible note is immediately convertible into 53,458 shares of Series B Preferred Stock. Each share of Series B Preferred Stock is
 (4) immediately convertible into 5 shares of common stock. This amount included a \$5,178.00 interest payment received on January 1, 2011 for the year 2010.

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.