

SECURITIES AND EXCHANGE COMMISSION

FORM 3/A

[amend]

Filing Date: **2012-04-30** | Period of Report: **2011-12-27**
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REPORTING OWNER

Fox William J

CIK: **1482866**

Type: **3/A** | Act: **34** | File No.: **001-35379** | Film No.: **12795733**

Mailing Address

*111 BRIGHTWOODS LANE
ROCHESTER NY 14623*

ISSUER

LUCID INC

CIK: **752902** | IRS No.: **161406957** | State of Incorporation: **NY**
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address

*2320 BRIGHTON HENRIETTA
TL RD
ROCHESTER NY 14623*

Business Address

*2320 BRIGHTON HENRIETTA
TL RD
ROCHESTER NY 14623
585-239-9800*

FORM 3

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

OMB APPROVAL	
OMB Number:	3235-0104
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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

1. Name and Address of Reporting Person <u>Fox William J</u> (Last) (First) (Middle) <u>111 BRIGHTWOODS LANE</u> (Street) <u>ROCHESTER, NY 14623</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/27/2011</u>	3. Issuer Name and Ticker or Trading Symbol <u>LUCID INC [LCDX.OB]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>VP of Technical Ops and CTO</u> 5. If Amendment, Date Original Filed (Month/Day/Year) <u>12/27/2011</u> 6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock; Par Value - \$0.01	33,583	D	
Common Stock; Par Value- \$0.01	50 ⁽¹⁾	D	

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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	(2)	08/14/2012	Common Stock	26,500	\$0.3	D	
Employee Stock Option (Right to Buy)	(3)	10/31/2016	Common Stock	10,000	\$4	D	
Employee Stock Option (Right to Buy)	(4)	09/11/2017	Common Stock	17,500	\$4.3	D	
Employee Stock Option (Right to Buy)	(5)	05/26/2020	Common Stock	62,500	\$6.58	D	
Employee Stock Option (Right to Buy)	(6)	12/29/2020	Common Stock	50,000	\$8.32	D	
Employee Stock Option (Right to Buy)	(7)	08/14/2012	Common Stock	16,100	\$0.3	D	
Employee Stock Option (Right to Buy)	(8)	10/31/2016	Common Stock	21,400	\$4	D	
Employee Stock Option (Right to Buy)	(9)	05/26/2020	Common Stock	37,500	\$6.58	D	

Explanation of Responses:

1. Shares held by Mr. Fox's spouse who is an employee of the Company. Mr. Fox disclaims beneficial ownership of these shares.
2. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of August 15, 2002.
3. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of November 1, 2006.
4. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of September 12, 2007.
5. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of May 27, 2010.
6. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of December 30, 2010.
7. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of August 15, 2002. Stock options are held by Mr. Fox's spouse who is an employee of the Company. Mr. Fox disclaims beneficial ownership of these stock options.
8. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of November 1, 2006. Stock options are held by Mr. Fox's spouse who is an employee of the Company. Mr. Fox disclaims beneficial ownership of these stock options.
9. One-third of the total number of options vested or shall vest and became or shall become exercisable on each of the first, second, and third anniversary of the date of grant of May 27, 2010. Stock options are held by Mr. Fox's spouse who is an employee of the Company. Mr. Fox disclaims beneficial ownership of these stock options.

Signatures

/S/ William J. Fox

** Signature of Reporting Person

04/30/2012

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.