

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-10** | Period of Report: **2007-11-16**
SEC Accession No. **0001044321-07-000305**

([HTML Version](#) on [secdatabase.com](#))

ISSUER

MEADE INSTRUMENTS CORP

CIK: **1032067** | IRS No.: **952988062** | State of Incorporation: **DE** | Fiscal Year End: **0228**
SIC: **3827** Optical instruments & lenses

Mailing Address
6001 OAK CANYON
IRVINE CA 92618

Business Address
6001 OAK CANYON
IRVINE CA 92618
9494511450

REPORTING OWNER

MARXE AUSTIN W & GREENHOUSE DAVID M

CIK: **1044321**
Type: **4** | Act: **34** | File No.: **000-22183** | Film No.: **071294529**

Mailing Address
C/O SPECIAL SITUATIONS
FUNDS
527 MADISON AVENUE,
SUITE 2600
NEW YORK NY 10022

Business Address
C/O SPECIAL SITUATIONS
FUNDS
527 MADISON AVENUE,
SUITE 2600
NEW YORK NY 10022
2122076500

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: 02/28/2011
 Estimated average burden
 hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 MARXE AUSTIN W & GREENHOUSE DAVID M			2. Issuer Name and Ticker or Trading Symbol MEADE INSTRUMENTS CORP [MEAD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/16/2007			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		
C/O SPECIAL SITUATIONS FUNDS, 527 MADISON AVENUE, SUITE 2600			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) NEW YORK, NY 10022								
(City)	(State)	(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 (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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/16/2007		P		17,030	A	\$1.213	2,483,057	I	By Limited Partnerships
Common Stock	11/20/2007		P		97,000	A	\$1.18	2,580,057	I	By Limited Partnerships
Common Stock	11/20/2007		P		11,950	A	\$1.3136	2,592,007	I	By Limited Partnerships
Common Stock	11/20/2007		P		4,200	A	\$1.2079	2,596,207	I	By Limited Partnerships
Common Stock	11/23/2007		P		5,000	A	\$1.255	2,601,207	I	By Limited Partnerships
Common Stock	11/28/2007		P		32,000	A	\$1.3	2,633,207	I	By Limited Partnerships
Common Stock	11/29/2007		P		7,300	A	\$1.3	2,640,507	I	By Limited Partnerships
Common Stock	11/30/2007		P		27,900 ⁽¹⁾	A	\$1.2939	2,668,407 ⁽¹⁾	I ⁽¹⁾	By Limited Partnerships ⁽¹⁾

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP) and Special Situations Cayman Fund, L.P. (Cayman), respectively. 2,662,398 shares of Common Stock are owned by QP and 6,009 shares of Common Stock are owned by Cayman. The interest of Marxe and Greenhouse in the shares of Common Stock owned by QP and Cayman is limited to the extent of his pecuniary interest.

Signatures

[Austin W. Marxe](#)

[12/10/2007](#)

[David M. Greenhouse](#)

[12/10/2007](#)

** Signature of Reporting Person

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.