

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-04**  
SEC Accession No. **0001179110-06-000558**

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### REPORTING OWNER

#### **RALLO RICHARD**

CIK: **1216998**

Type: **4** | Act: **34** | File No.: **001-08635** | Film No.: **06511308**

Mailing Address

*3265 LARSON BLVD  
OCEANSIDE NY 11572*

### ISSUER

#### **AMERICAN MEDICAL ALERT CORP**

CIK: **700721** | IRS No.: **112571221** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
SIC: **7380** Miscellaneous business services

Mailing Address

*3265 LAWSON BLVD  
OCEANSIDE NY 11572*

Business Address

*3265 LAWSON BLVD  
OCEANSIDE NY 11572  
5165365850*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### 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 <b>RALLO RICHARD</b>			2. Issuer Name and Ticker or Trading Symbol <b>AMERICAN MEDICAL ALERT CORP</b> <b>[AMAC]</b>			5. 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) <b>Chief Financial Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/04/2006</b>			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 AMERICAN MEDICAL ALERT CORP., 3265 LAWSON BOULEVARD			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>OCEANSIDE, NY 11572</b>								
(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)			
Common Stock, par value \$.01 per share	01/04/2006		M		5,000	A \$2	10,000	D	

**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						Title
Options to purchase common stock	\$2	01/04/2006		M		2,500		(L)	01/31/2006	common stock	2,500	\$ 0	0	D	
Options to purchase common stock	\$2	01/04/2006		M		2,500		(L)	07/31/2006	common stock	2,500	\$ 0	0	D	

Options to purchase common stock	\$2.87							(1)	12/31/2011	common stock	5,088		5,088	D	
Options to purchase common stock	\$2							(1)	01/31/2007	common stock	5,000		5,000	D	
Options to purchase common stock	\$3.25							(1)	01/30/2012	common stock	10,000		10,000	D	
Options to purchase common stock	\$2.3							(1)	08/12/2012	common stock	3,038		3,038	D	
Options to purchase common stock	\$2.29							(1)	01/28/2013	common stock	3,800		3,800	D	
Options to purchase common stock	\$2							(1)	02/01/2008	common stock	10,000		10,000	D	
Options to purchase common stock	\$2.5							(1)	11/04/2013	common stock	30,000		30,000	D	
Options to purchase common stock	\$4.24							(1)	05/27/2014	common stock	5,000		5,000	D	
Options to purchase common stock	\$5.96							(1)	12/07/2010	common	25,000		25,000	D	

**Explanation of Responses:**

1. Exercisable immediately.

**Signatures**

/s/ Richard Rallo

\*\* Signature of Reporting Person

01/05/2006

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.**