

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Caron Partners LP</u> (Last) (First) (Middle) 20155 NE 38TH COURT SUITE 1804 A (Street) AVENTURA FL 33180 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BioDrain Medical, Inc. [BIOR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Other
	3. Date of Earliest Transaction (Month/Day/Year) 07/15/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								4,786,082 ⁽¹⁾	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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Common Stock Purchase Warrants	\$0.13					(2)	09/30/2013	Common Stock	80,000		80,000	D	
Common Stock Purchase Warrants	\$0.13					(2)	10/02/2013	Common Stock	30,000		30,000	D	
Common Stock Purchase Warrants	\$0.13					(2)	09/02/2013	Common Stock	250,000		250,000	D	
Common Stock Purchase Warrants	\$0.75					(2)	02/17/2014	Common Stock	3,333,334		3,333,334	D	
Common Stock Purchase Warrants	\$0.75					(2)	02/17/2014	Common Stock	400,000		400,000	D	
Common Stock Purchase Warrants	\$0.75					(2)	07/14/2014	Common Stock	475,000		475,000	D	
Common Stock Purchase Warrants	\$0.75					(2)	07/14/2014	Common Stock	333,333		333,333	D	
Common Stock Purchase Warrants	\$0.15					(2)	06/29/2017	Common Stock	357,143		357,143	D	
Common Stock Purchase Warrants	\$0.75					(2)	02/11/2014	Common Stock	666,667		666,667	D	

Explanation of Responses:

- This Report is being filed to show that as of the execution date of this report, Caron Partners is no longer subject to the reporting requirements of Section 16(a)
- Warrants are immediately exercisable.

/s/ Beth Levine, GP Caron Partners

07/15/2013

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.