ANGIODYNAMICS INC

Form 4 May 26, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Weshington, D.C. 20540

OMB 3235-03

Washington, D.C. 20549

Number: 3235-0287

Sypiron: January 31,

OMB APPROVAL

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires:
Estimate burden h

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. *See* Instruction

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ECHENBERG PAUL S			2. Issuer Name and Ticker or Trading Symbol ANGIODYNAMICS INC [ANGO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)
603 QUEENSBURY AVE.		.	(Month/Day/Year) 05/25/2006	X Director 10% Owner Officer (give title below) Other (specify below)
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check
QUEENSBUR	RY, NY 1280)4	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	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)
Common Stock	05/25/2006		M	414	A	\$ 6.5444	62,019	D	
Common Stock	05/25/2006		M	390	A	\$ 9.7986	62,409	D	

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	Orof Deri Secu Acqu (A) of Disp of (I	evative urities uired or bosed D) tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and A	Sec
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A or N
Non-Qualified Stock Option (right to buy)	\$ 6.5444	05/25/2006		M		414	10/30/2004	11/23/2005(1)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 9.7986	05/25/2006		M		390	05/29/2005	05/29/2006(2)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 2.62						10/30/2004	11/23/2005(3)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 2.7248						10/30/2004	11/23/2005(3)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 3.0785						10/30/2004	11/23/2005(3)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 3.406						10/30/2004	11/23/2005(3)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 3.8791						10/30/2004	11/23/2005(3)	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 4.3478						12/30/2004	03/04/2007	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 4.3478						12/30/2004	05/30/2008	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 4.3478						12/30/2004	05/29/2009	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 4.3478						06/03/2005(4)	06/03/2010	Common Stock	

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Non-Qualified Stock Option (right to buy)	\$ 4.3478	06/02/2005(5)	06/02/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.4016	10/30/2004	11/23/2005(3)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.716	10/30/2004	11/23/2005(3)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.5217	05/21/2005(6)	05/21/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.5217	05/31/2005 <u>(7)</u>	05/31/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.18	07/20/2005(8)	07/20/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.21	07/29/2006 <u>(9)</u>	07/29/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
Topolonia o Hina Humo / Humo os	Director	10% Owner	Officer	Other		
ECHENBERG PAUL S 603 QUEENSBURY AVE. QUEENSBURY, NY 12804	X					

Signatures

By: Ronald F. Lamy For: Paul Echenberg 05/26/2006

**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).
- (1) Options for 50% of the shares each expire on November 23, 2005 and May 31, 2006, respectively.
- (2) Options for 390 shares each expire on May 29, 2006 and May 29, 2007, respectively.
- (3) Options for 50% of the shares each expire on November 23, 2005 and November 23, 2006, respectively.
- (4) Options for 80% of the shares are exercisable on 12/30/04. Options for 20% of the shares are exercisable on 6/3/2005.
- Options for 60% of the shares are exercisable on 12/30/2004. Options for 20% of the shares are exercisable on 6/2/2005. Options for 20% of the shares will become exercisable on 6/2/2006.

Reporting Owners 3

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- Options for 40% of the shares are exercisable on 12/30/04. Options for 20% of the shares are each exercisable on 5/21/05, 5/21/2006 and 5/21/2007, respectively.
- (7) Options for 20% of the shares are exercisable on 12/30/04. Options for 20% of the shares are each exercisable on 5/31/2005, 5/31/2006, 5/31/2007, and 5/31/2008 respectively.
- (8) Options for 25% of the shares are each exercisable on 7/20/05, 7/20/06, 7/20/07, 7/20/08, respectively.
- (9) Options for 33 1/3% of the shares are each exercisable on 7/29/06, 7/29/07, and 7/29/08, respectively.

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.