

Birch Laurence
Form 4
August 28, 2009

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Birch Laurence

2. Issuer Name and Ticker or Trading Symbol
DATATRAK INTERNATIONAL
INC [DATA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6150 PARKLAND BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/26/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Interim CEO & Interim Pres.

MAYFIELD HEIGHTS, OH 44124
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Shares, without par value | | | | (A) or (D) Price | 9,636 (1) | 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)

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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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Director Stock Option (right to buy) | \$ 2.2 ⁽¹⁾ | | | | | 11/13/2007 11/13/2017 | Common Shares 8,129 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 1.79 ⁽¹⁾ | | | | | 02/29/2008 02/28/2018 | Common Shares 8,400 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 0.69 ⁽¹⁾ | | | | | 05/13/2008 05/13/2018 | Common Shares 7,149 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 0.37 ⁽¹⁾ | | | | | 08/11/2008 08/11/2018 | Common Shares 8,129 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 0.24 ⁽¹⁾ | | | | | 11/11/2008 11/11/2018 | Common Shares 8,563 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 0.24 ⁽¹⁾ | | | | | 11/11/2008 11/11/2018 | Common Shares 17,557 ⁽²⁾ |
| Director Stock Option (right to buy) | \$ 0.12 ⁽¹⁾ | | | | | 03/19/2009 03/19/2019 | Common Shares 7,603 ⁽²⁾ |

| | | | | | | | | |
|--|------------------------|------------|---|---------|----------------|------------|------------------|-----------|
| Director Stock Option (right to buy) | \$ 0.33 ⁽¹⁾ | | | | 05/18/2009 | 05/18/2019 | Common Shares | 6,788 (2) |
| Director Stock Option (right to buy) | \$ 0.23 | 08/26/2009 | A | 395,712 | ⁽³⁾ | 06/09/2019 | Common Shares | 395,712 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Birch Laurence 6150 PARKLAND BOULEVARD MAYFIELD HEIGHTS, OH 44124 | X | | Interim CEO & Interim Pres. | |

Signatures

/s/ Laurence P. Birch, by Arthur C. Hall III, his attorney-in-fact, pursuant to Power of Attorney, dated April 20, 2007, on file with the Commission. 08/28/2009

__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) Beneficial ownership of these securities was reported on a previously filed Form 3, Form 4 or Form 5.
 - (2) Options were granted under the Company's 2005 Omnibus Equity Plan in reliance upon the exemption provided by Rule 16b-3. The options are fully vested and immediately exercisable.
 - (3) Options were granted under the Company's 2009 Omnibus Equity Plan in reliance upon the exemption provided by Rule 16b-3. The options vest ratably over a three-year period beginning on the first anniversary of the date of grant.
- 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.