SOLITRON DEVICES INC

Form 4/A March 27, 2009

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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(b).

(Print or Type Responses)

Dogman Todd			2. Issuer Name an	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)		SOLITRON DI 3. Date of Earliest	EVICES INC [SODI] Transaction	(Chec	ck all applicable	e)	
50 MILK STREET, 21ST FLOOR			(Month/Day/Year) 03/25/2009		Director Officer (give below)	e title Oth below)		
	(Street)		4. If Amendment, l Filed(Month/Day/Ye 02/27/2009	Č	6. Individual or Jo Applicable Line) _X_ Form filed by	•		
BOSTON,	MA 02109		02/2//2009		Form filed by I Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table I - Non	-Derivative Securities Acc	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction	Date 2A. Deem	ed 3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o	

1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature o Indirect Beneficial Ownership
				Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
	Solitron Devices Inc.	03/25/2009		P	200	A	\$ 1.85	227,748	I	Deep Woods Capital
	Solitron Devices Inc	03/27/2009		P	300	A	\$ 1.9	228,048	I	Deep Woods

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Rosner Todd								
50 MILK STREET 21ST FLOOR		X						

Signatures

BOSTON, MA 02109

Todd Rosner 03/27/2009

**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).

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.

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