

MEDIX RESOURCES INC
Form S-2/A
May 24, 2002

As filed with the U. S. Securities and Exchange Commission on May 24, 2002 Registration No. 333-
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**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM S-2/A
POST-EFFECTIVE AMENDMENT No. 2
to
Form S-2
REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933**

Medix Resources, Inc.

(Exact name of registrant as specified in its charter)

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|--|--|
| Colorado (State or other jurisdiction of incorporation or organization) | 84-1123311 (I.R.S. Employer Identification No.) |
|--|--|

**420 Lexington Avenue, Suite 1830
New York, New York 10170
(212) 697-2509**
(Address, including Zip Code, and Telephone Number,
including Area Code, of the Registrant's Principal Executive Offices)

**Lyle B. Stewart, Esq.
3751 South Quebec St.
Denver, CO 80237
(303) 267-0920**
(Name, Address and Telephone Number, of Agent for Service)

DEREGISTRATION OF SECURITIES

A Registration Statement on Form S-2 (Reg. No. 333-54476), was originally filed with the U. S. Securities and Exchange Commission (the "Commission") on January 29, 2001 by the Registrant (the "Registration Statement"), and was declared effective on February 13 2001. The offering of securities by certain selling shareholders named in the Registration Statement has been terminated.

The total number of shares of the Registrant's common stock registered under the Registration Statement was 5,483,333. The total number of shares of common stock sold pursuant to the Registration Statement was 4,873,709, with 609,624 registered shares of common stock remaining unsold at the termination of the offering.

Pursuant to the undertaking of the Registrant contained in the section in Part II of the Registration Statement entitled "Undertakings," the Registrant hereby requests that the 609,624 unsold shares be removed from registration by means of this Post-Effective Amendment No. 2.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Post-Effective Amendment No. 2 to this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in New York, New York on May 16, 2002. MEDIX RESOURCES, INC.

By: /s/John R. Prufeta

 John R. Prufeta,
 President and CEO

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 2 to this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

| Signature ----- | Title ----- | Date ---- |
|---|--|--------------|
| /s/John R. Prufeta ----- John R. Prufeta | President, CEO and Director (Principal Executive Officer) | May 24, 2002 |
| /s/ Patricia A. Minicucci ----- Patricia A. Minicucci | Executive Vice President and Acting CFO (Acting Principal Financial and Accounting Officer) | May 24, 2002 |
| -----*----- David B. Skinner | Director | May 24, 2002 |
| _____*_____ - John T. Lane | Director | May 24, 2002 |
| _____*_____ - Samuel H. Havens | Director | May 24, 2002 |
| _____*_____ - Joan E. Herman | Director | May 24, 2002 |
| _____ Guy L. Scalzi | Director | |
| _____ Patrick W. Jeffries | Director | |

* John R. Prufeta, by signing his name above, does sign this document on behalf of himself and each of Messrs. Lane, Havens, Dr. Skinner and Ms. Herman, in the capacities indicated immediately above pursuant to powers of attorney duly executed by each such person and filed with the U. S. Securities and Exchange Commission previously.