

Galyen Michael Robert
Form 3
January 26, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Galyen Michael Robert
(Last) (First) (Middle)

12816 NOYES LANE

(Street)

AUSTIN,Â TXÂ 78732

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/26/2010

3. Issuer Name **and** Ticker or Trading Symbol
ASURE SOFTWARE INC [ASUR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
VP Product, Technology & Serv.

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Employee Stock Option (right to buy)	Â <u>(1)</u>	12/30/2019	Asure Software Inc common stock	10,000	\$ 2.52	D	Â
Employee Stock Option (right to buy)	Â <u>(2)</u>	01/12/2016	Asure Software Inc. Common Stock	32,000	\$ 3.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Galyen Michael Robert 12816 NOYES LANE AUSTIN, TX 78732	Â	Â	Â	VP Product, Technology & Serv.	Â

Signatures

David Michael Scoglio 01/26/2011

 Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Such options shall vest over a 3 year period such that one third of the options shall vest 12 months following the date of issuance and an additional one third shall vest every 12 months thereafter.
- (2) Such options shall vest over a 4 year period such that 8,000 options shall vest 12 months following the date of issuance and an additional 8,000 shall vest every 12 months thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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