

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Chryssis George C</u>  (Last) (First) (Middle) <u>C/O ELECTRO-OPTICAL SCIENCES, INC.</u> <u>3 WEST MAIN STREET SUITE #201</u>  (Street) <u>IRVINGTON NY 10533</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ELECTRO OPTICAL SCIENCES INC</u> <u>/NY [ MELA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/30/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>01/31/2006</u>	

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/30/2006		j <sup>(1)</sup>		11,838	A	\$0.00 <sup>(2)</sup>	11,838	D	
Common Stock								30,000	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Effective as of January 30, 2006, Arcadian Ventures Partners, L.P., a limited partnership of which George Chryssis is the general partner ("Arcadian"), liquidated all of its portfolio securities consisting of 94,717 shares of common stock of the issuer (the "Portfolio Securities") and distributed the Portfolio Securities to each of the partners of Arcadian in accordance with its partnership agreement ("Liquidating Distribution"). Mr. Chryssis expressly disclaims beneficial ownership of these shares except to the extent of his pecuniary interest in Arcadian (see footnote (3) in the final prospectus of the issuer, effective as of October 28, 2005).
- The shares were distributed to George Chryssis as a partner of Arcadian in the Liquidating Distribution. Mr. Chryssis did not pay any consideration in connection with the Liquidating Distribution.

**Remarks:**

This is an amendment to correct the original filing made on 1/31/06. The correct amount acquired is 11,838 shares.

/s/ Philip DeBellis as attorney-in-fact for George Chryssis 01/31/2006

\*\* Signature of Reporting Person Date

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

\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.