

Houston Gerald J
Form 3
January 17, 2006

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Houston Gerald J		(Month/Day/Year)	LIFELINE THERAPEUTICS, INC. [LFLT]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
6400 S. FIDDLER'S GREEN		01/04/2006	(Check all applicable)	
CIRCLE,Â SUITE 1970			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Financial Officer	
6400 S. FIDDLER'S GREEN			6. Individual or Joint/Group Filing(Check Applicable Line)	
CIRCLE,Â SUITE 1970			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
ENGLEWOOD,Â COÂ 80111			<input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)		

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

SEC 1473 (7-02)

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 control number.

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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

(Instr. 5)

Stock Option (Right to Buy)	Â (1)	01/04/2016	Common Stock	240,000	\$ 2	D	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Houston Gerald J 6400 S. FIDDLER'S GREEN CIRCLE SUITE 1970 ENGLEWOOD,Â COÂ 80111	Â	Â	Â Chief Financial Officer	Â

Signatures

Gerald J. Houston	01/12/2006
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**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).
1/3 of the stock option shall vest upon the weighted average trading price of the Company's common stock for 90 days reaching each of (1) \$8.00, \$14.00, and \$18.00. Notwithstanding the foregoing, to the extent not previously vested, 1/3 of the stock option shall vest on the 1/04/07, and the remaining 2/3 shall vest quarterly in eight equal installments, beginning ninety days after 1/04/07 and ending on 1/04/09.

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.