

ION NETWORKS INC
Form 3/A
July 28, 2005

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 MARXE AUSTIN W & GREENHOUSE DAVID M		(Month/Day/Year) 03/31/2005	ION NETWORKS INC [IONN]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
153 E 53RD ST,Â 55TH FL			(Check all applicable)	
(Street)			___ Director <input checked="" type="checkbox"/> 10% Owner	
NEW YORK,Â NYÂ 10022			___ Officer ___ Other	
(City)	(State)	(Zip)	(give title below) (specify below)	
			5. If Amendment, Date Original Filed(Month/Day/Year) 04/05/2005	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> 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)
Common Stock	3,080,847 ⁽¹⁾	I ⁽¹⁾	By Limited Partnerships ⁽¹⁾

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)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Warrants	03/31/2005 ⁽²⁾	03/31/2010	Common Stock	1,058,824 ⁽¹⁾	\$ 0.23	I ⁽¹⁾	By Limited Partnerships ⁽¹⁾
Warrants	02/14/2002 ⁽³⁾	02/14/2007	Common Stock	533,400 ⁽¹⁾	\$ 1.25	I ⁽¹⁾	By Limited Partnerships ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARXE AUSTIN W & GREENHOUSE DAVID M 153 E 53RD ST 55TH FL NEW YORK, NY 10022	Â	Â X	Â	Â

Signatures

Austin W. Marxe
07/28/2005
**Signature of Reporting Person Date

David M. Greenhouse
07/28/2005
**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).
 This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Cayman Fund, L.P. (Cayman), Special Situations Private Equity Fund, LP (PE), Special Situations Technology Fund, L.P. (Tech) and Special Situations Technology II, L.P. (Tech II), respectively. 1,198,747 shares of Common Stock and 604,324 Wts are held by Cayman, 1,281,653 shares of Common Stock and 666,476 Wts are held by PE, 94,621 shares of Common Stock and 50,780 Wts are held by Tech and 505,826 shares of Common Stock and 270,644 are held by Tech II. The interest of Marxe and Greenhouse in the shares of Common Stock owned by Cayman, PE, Tech, and Tech II is limited to the extent of his pecuniary interest.
- (2) Subject to completion of form S-3.
- (3) Upon completion of the Form S-3 filed in March 2002.

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.