

Edgar Filing: OMNI USA INC - Form 4

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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2006 Stock Option Plan	\$ 0.64	04/06/2006		A	60,000	04/06/2006	04/06/2011	Common Stock \$0.004995 par value	60,000
2006 Stock Option Plan	\$ 0.75	04/06/2006		A	40,000	04/06/2006	04/06/2011	Common Stock \$0.004995 par value	40,000
8% Convertible Debenture	\$ 0.5	06/20/2006		A	40,000	06/20/2006	06/20/2008	Common Stock \$0.004995 par value	40,000
Warrant	\$ 0.6	06/20/2006		A	40,000	06/20/2006	06/20/2011	Common Stock \$0.004995 par value	40,000
Warrant	\$ 1	06/20/2006		A	40,000	06/20/2006	06/20/2007	Common Stock \$0.004995 par value	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vermaelen Theo		X		

Signatures

Lowell W. Giffhorn by Pwr of Atty for Theo Vermaelen 07/18/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* 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.

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.