

WINLAND ELECTRONICS INC
 Form 4
 August 15, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
 REISSNER JAMES K

2. Issuer Name and Ticker or Trading Symbol
 WINLAND ELECTRONICS INC
 [WEX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 7808 CREEKRIDGE CIRCLE,
 SUITE 200
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/26/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

MINNEAPOLIS, MN 55439

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

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code V | Amount | | |
| Common Stock | 07/26/2007 | | M | 5,500 A | \$ 2,2545 | 6,000 | D |

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

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SEC 1474 (9-02)

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

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| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 2.2545 | 07/26/2007 | | M | 5,500 | 07/30/2002 07/30/2007 | Common Stock | 5,500 |
| Stock Option (right to buy) | \$ 2.7273 | | | | | 05/13/2003 05/13/2008 | Common Stock | 5,500 |
| Stock Option (right to buy) | \$ 3 | | | | | 05/11/2004 05/11/2009 | Common Stock | 5,000 |
| Stock Option (right to buy) | \$ 4.11 | | | | | 05/10/2005 05/10/2015 | Common Stock | 5,500 |
| Stock Option (right to buy) | \$ 4.48 | | | | | 05/09/2006 05/09/2016 | Common Stock | 5,500 |
| Stock Option (right to buy) | \$ 3.28 | | | | | 05/08/2007 05/08/2017 | Common Stock | 5,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| REISSNER JAMES K 7808 CREEKRIDGE CIRCLE, SUITE 200 MINNEAPOLIS, MN 55439 | X | | | |

Signatures

/s/ Robert K. Ranum as Attorney-in-Fact for James L. Reissner pursuant to Power of Attorney previously filed

08/15/2007

__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.

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