

1449029

FORM D

Notice of Exempt Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

OMB APPROVAL
OMB Number: 3235-0076
Expires: September 30, 2008
Estimated average burden hours per response: 00.40

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

Item 1. Issuer's Identity

Name of Issuer
MediVoice, Inc.

Jurisdiction of Incorporation/Organization
Delaware

Year of Incorporation/Organization (Select one)

Over Five Years Ago Within Last Five Years (specify year) 2008

Previous Name(s) None



- Entity Type (Select one)
- Corporation
 - Limited Partnership
 - Limited Liability Company
 - General Partnership
 - Business Trust
 - Other (Specify)

(If more than one issuer is filing this notice, check this box and identify additional issuer(s) by attaching Items 1 and 2 Continuation Page(s).)

Item 2. Principal Place of Business and Contact Information

Street Address 1
1305 Mamaroneck Avenue

City
White Plains

State/Province/Country
NY

Street Address 2
[Redacted]

ZIP/Postal Code
10605

PROCESSED
OCT 30 2008
THOMSON REUTERS
914-328-3300

Item 3. Related Persons

Last Name
Milone

First Name
Anthony

Middle Name
V. SEC

Street Address 1
1305 Mamaroneck Avenue

City
White Plains

State/Province/Country
NY

Street Address 2
[Redacted]

ZIP/Postal Code
10605

Mail Processing Section
OCT 23 2008
Washington, DC 105

Relationship(s): Executive Officer Director Promoter

Clarification of Response (if Necessary)

(Identify additional related persons by checking this box and attaching Item 3 Continuation Page(s).)

Item 4. Industry Group (Select one)

- Agriculture
- Banking and Financial Services
 - Commercial Banking
 - Insurance
 - Investing
 - Investment Banking
 - Pooled Investment Fund

If selecting this industry group, also select one fund type below and answer the question below:

- Hedge Fund
- Private Equity Fund
- Venture Capital Fund
- Other Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940? Yes No

Other Banking & Financial Services

- Business Services
- Energy
 - Electric Utilities
 - Energy Conservation
 - Coal Mining
 - Environmental Services
 - Oil & Gas
 - Other Energy

- Health Care
 - Biotechnology
 - Health Insurance
 - Hospitals & Physicians
 - Pharmaceuticals
 - Other Health Care

- Manufacturing
- Real Estate
 - Commercial

- Construction
- REITS & Finance
- Residential
- Other Real Estate
- Retailing
- Restaurants
- Technology
 - Computers
 - Telecommunications
 - Other Technology
- Travel
 - Airlines & Airports
 - Lodging & Conventions
 - Tourism & Travel Services
 - Other Travel
- Other

Item 5. Issuer Size (Select one)

Revenue Range (for issuer not specifying "hedge" or "other investment" fund in Item 4 above)

- No Revenues
\$1 - \$1,000,000
\$1,000,001 - \$5,000,000
\$5,000,001 - \$25,000,000
\$25,000,001 - \$100,000,000
Over \$100,000,000
Decline to Disclose
Not Applicable

OR

Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in Item 4 above)

- No Aggregate Net Asset Value
\$1 - \$5,000,000
\$5,000,001 - \$25,000,000
\$25,000,001 - \$50,000,000
\$50,000,001 - \$100,000,000
Over \$100,000,000
Decline to Disclose
Not Applicable

Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply)

- Rule 504(b)(1) (not (i), (ii) or (iii))
Rule 504(b)(1)(i)
Rule 504(b)(1)(ii)
Rule 504(b)(1)(iii)
Rule 505
Rule 506
Securities Act Section 4(6)
Investment Company Act Section 3(c):
Section 3(c)(1)
Section 3(c)(2)
Section 3(c)(3)
Section 3(c)(4)
Section 3(c)(5)
Section 3(c)(6)
Section 3(c)(7)
Section 3(c)(9)
Section 3(c)(10)
Section 3(c)(11)
Section 3(c)(12)
Section 3(c)(13)
Section 3(c)(14)

Item 7. Type of Filing

- New Notice OR Amendment

Date of First Sale in this Offering: [] OR [X] First Sale Yet to Occur

Item 8. Duration of Offering

Does the issuer intend this offering to last more than one year? [] Yes [X] No

Item 9. Type(s) of Securities Offered (Select all that apply)

- Equity
Debt
Option, Warrant or Other Right to Acquire Another Security
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
Pooled Investment Fund Interests
Tenant-in-Common Securities
Mineral Property Securities
Other (Describe)

Item 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? [] Yes [X] No

Clarification of Response (if Necessary)

[]

FORM D

U.S. Securities and Exchange Commission

Washington, DC 20549

Item 11. Minimum Investment

Minimum investment accepted from any outside investor \$ 50,000

Item 12. Sales Compensation

Recipient

Derek Germanis

Recipient CRD Number

2098843

No CRD Number

(Associated) Broker or Dealer None

(Associated) Broker or Dealer CRD Number

Clark Dodge & Company, Inc.

23288

No CRD Number

Street Address 1

2 Gannett Drive

Street Address 2

City

White Plains

State/Province/Country

NY

ZIP/Postal Code

10604

States of Solicitation All States

- Grid of state checkboxes: AL, AK, AZ, AR, CA, CO, CT, DE, DC, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY, PR

(Identify additional person(s) being paid compensation by checking this box and attaching Item 12 Continuation Page(s).)

Item 13. Offering and Sales Amounts

(a) Total Offering Amount \$ 3,000,000 OR Indefinite

(b) Total Amount Sold \$ 0

(c) Total Remaining to be Sold (Subtract (a) from (b)) \$ 3,000,000 OR Indefinite

Clarification of Response (if Necessary)

Item 14. Investors

Check this box if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering:

Enter the total number of investors who already have invested in the offering:

0

Item 15. Sales Commissions and Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If an amount is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 240,000 Estimate

Finders' Fees \$ 0 Estimate

Clarification of Response (if Necessary)

Includes Shares equal to 7% of gross offering proceeds at a per share price of \$1.25, and warrants to purchase Shares equal to 10% of gross offering proceeds at an exercise price per Share of \$1.50.

Item 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ Estimate

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

Terms of Submission. In Submitting this notice, each identified issuer is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

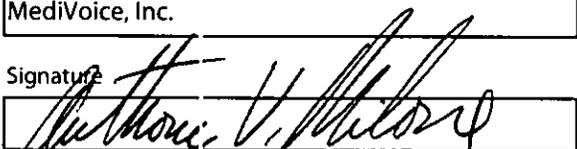
Issuer(s)

MediVoice, Inc.

Name of Signer

Anthony V. Milone

Signature



Title

Chairman and CEO

Number of continuation pages attached:

2

Date

October 8, 2008

Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name	First Name	Middle Name
Zecchini	Edward	J.
Street Address 1	Street Address 2	
1305 Mamaroneck Avenue		
City	State/Province/Country	ZIP/Postal Code
White Plains	NY	10605
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Brooks, III	Francis	A.
Street Address 1	Street Address 2	
1305 Mamaroneck Avenue		
City	State/Province/Country	ZIP/Postal Code
White Plains	NY	10605
Relationship(s):	<input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Scotti	Gavin	
Street Address 1	Street Address 2	
1305 Mamaroneck Avenue		
City	State/Province/Country	ZIP/Postal Code
White Plains	NY	10605
Relationship(s):	<input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Lukens	Joseph	
Street Address 1	Street Address 2	
1305 Mamaroneck Avenue		
City	State/Province/Country	ZIP/Postal Code
White Plains	NY	10605
Relationship(s):	<input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter	
Clarification of Response (if Necessary)		

Clark Dodge – 23288			
Recipient	CRD Number	Recipient	CRD Number
Derek Germanis	2098843	Timothy Higgins	2282547
Philip Florio	2377440	Jason Pinsky	2518458
Edward Valdez	2801007	Devis Zgrinskic	3264662
Steven Krasner	4541263	Darren Lucia	4590997
Nicholas Bentivegna	4636923	Jay Capodiferro	4663085
Nicoll Thomas	4945162	John Gouzos	5361604
Chris Sweeney	5485643	Serge Parknevich	5493094
Michael Cherbakov	5544267	Jason Boucher	5545154
Robert Trialonas	5560578	Timothy Murphy	1470303
Dennis Young	2070952	Arben Gecaj	2132889
Heidi Michitsch	2449751	Rosa Del Rosario	2638691
John Reynolds	3097106	Joseph DiMauro	3272638
Keith Martell	5273227	Vincent Malico	1507282
Mark Goetz	1559358	Edward Goetz	1792058
Charles Wannan	2453110	Kristopher Tung	2515604
Erik Maugeri	2530113	Abed Lulu	2625609
John Christoforidis	2841215	Nicholas Arango	2851934
Robert Healy	4189260	Michelle Ferres	4350152
Stephen Woods	4390407	Paul Prestia	4477149
Jerry O'Sullivan	5217546	Nicholas Troy	5602476

END