

VERAMARK TECHNOLOGIES INC  
 Form 5  
 February 14, 2008

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**SUMMIT CAPITAL  
 MANAGEMENT LLC**

2. Issuer Name and Ticker or Trading Symbol  
**VERAMARK TECHNOLOGIES  
 INC [VERA.OB]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2007

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

600 UNIVERSITY ST, SUITE  
 2304

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

SEATTLE, WA 98101

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 at end of Issuer's Fiscal Year (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)	Amount	Price			
Common Stock par value \$0.10 per share	Â	Â	3	Â	Â	Â	Â	D (1) (2) (3) Â	
Common Stock par value	Â	Â	3	Â	Â	Â	Â	D (1) (4) (5) Â	

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\$0.10 per share										
Common Stock par value \$0.10 per share	01/03/2007	Â	P4	2,500	A	\$ 0.7875	1,375,100	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	01/04/2007	Â	P4	2,500	A	\$ 0.795	1,377,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	01/09/2007	Â	P4	2,000	A	\$ 0.795	1,379,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	01/11/2007	Â	P4	3,000	A	\$ 0.815	1,382,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	05/03/2007	Â	P4	7,000	A	\$ 0.8321	1,389,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	05/04/2007	Â	P4	20,000	A	\$ 0.8257	1,409,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	05/07/2007	Â	P4	6,000	A	\$ 0.81	1,415,600	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	06/28/2007	Â	P4	6,500	A	\$ 0.8123	1,422,100	D <u>(3)</u>	Â	
Common Stock par value \$0.10 per share	08/10/2007	Â	P4	10,000	A	\$ 0.7715	1,432,100	D <u>(3)</u>	Â	

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share										
Common Stock par value \$0.10 per share	08/30/2007	Â	P4	11,000	A	\$ 0.765	1,443,100	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	09/27/2007	Â	P4	18,480	A	\$ 0.8531	1,461,580	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/04/2007	Â	P4	500	A	\$ 0.8	1,462,080	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/08/2007	Â	P4	900	A	\$ 0.7867	1,462,980	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/18/2007	Â	P4	245	A	\$ 0.77	1,463,225	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/19/2007	Â	P4	25	A	\$ 0.77	1,463,250	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/23/2007	Â	P4	11,000	A	\$ 0.7752	1,474,250	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/29/2007	Â	P4	500	A	\$ 0.8	1,474,750	D <sup>(3)</sup>	Â	
Common Stock par value \$0.10 per share	10/31/2007	Â	P4	800	A	\$ 0.7938	1,475,550	D <sup>(3)</sup>	Â	

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Common Stock par value \$0.10 per share	11/01/2007	Â	P4	500	A	\$ 0.805	1,476,050	D <sup>(3)</sup>	Â
Common Stock par value \$0.10 per share	11/26/2007	Â	P4	6,000	A	\$ 0.82	1,482,050	D <sup>(3)</sup>	Â
Common Stock par value \$0.10 per share	11/29/2007	Â	P4	690	A	\$ 0.7875	1,482,740	D <sup>(3)</sup>	Â
Common Stock par value \$0.10 per share	12/06/2007	Â	P4	4,000	A	\$ 0.79	1,486,740	D <sup>(5)</sup>	Â
Common Stock par value \$0.10 per share	12/10/2007	Â	P4	5,500	A	\$ 0.79	1,492,240	D <sup>(5)</sup>	Â
Common Stock par value \$0.10 per share	12/12/2007	Â	P4	1,150	A	\$ 0.81	1,493,390	D <sup>(5)</sup>	Â
Common Stock par value \$0.10 per share	12/19/2007	Â	P4	14,500	A	\$ 0.7151	1,507,890	D <sup>(3)</sup>	Â
Common Stock par value \$0.10 per share	12/20/2007	Â	P4	9,500	A	\$ 0.7266	1,517,390	D <sup>(3)</sup>	Â
Common Stock par value \$0.10 per share	12/26/2007	Â	P4	2,100	A	\$ 0.7375	1,519,490	D <sup>(3)</sup>	Â

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

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(9-02)

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

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. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

SUMMIT CAPITAL MANAGEMENT LLC  
600 UNIVERSITY ST  
SUITE 2304  
SEATTLE, WA 98101

Â Â X Â Â

## Signatures

/s/ John C. Rudolf 02/14/2008

\*\*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).
  - (1) The specific transaction date on which the reporting persons became 10% beneficial owners of the registrant's common stock cannot be determined. The reporting persons have only acquired securities of the registrant and have never sold any securities of the registrant as of the date of the filing of this Form 5.
  - (2) Summit Capital Management, Summit Capital Partners and Summit Special Situations beneficially owned 1,142,600 shares as of the end of the registrant's fiscal year, December 31, 2006.
  - (3) Securities owned directly by Summit Special Situations.
  - (4) Farragut beneficially owned 230,000 shares as of the end of the registrant's fiscal year, December 31, 2006.
  - (5) Securities owned directly by Farragut.

^

**Remarks:**

This Form 5 is being jointly filed on behalf of Summit Capital Management, LLC ("Summit Capital Partners, LLC" ("Summit Capital Partners")), Summit Special Situations Fund, LP ("Summit Special Situations Fund, LP" ("Summit Special Situations Fund, LP")) and John C. Rudolf ("Rudolf"). The reporting persons are members of more than 10% of the outstanding common stock of the registrant. 1,278,840 shares of the registrant in this Form 5 are owned directly by Summit Special Situations. 240,650 shares of the registrant in this Form 5 are owned directly by Farragut. Summit Capital Management is the investment advisor to Summit Capital Partners and the general partner of Summit Special Situations. Rudolf is the Managing Director of Summit Capital Partners and the President of Summit Capital Management. Each of the reporting persons, Summit Special Situations and Farragut disclaim beneficial ownership of the reported securities except to the extent of their interest therein. Summit Capital Management, Summit Capital Partners and Summit Special Situations disclaim ownership of the reported securities held by Farragut and Farragut disclaims beneficial ownership of the reported securities held by Summit Capital Management, Summit Capital Partners and Summit Special Situations.

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