AWARE INC /MA/ Form 3 September 11, 2006 **FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB 2025 OMB

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 <u>*</u> McGrath Mark G	Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol AWARE INC /MA/ [AWRE]					
(Last) (First) (Middle)	09/07/2006	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) OfficerOther (give title below)Other)			 5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One 		
2355 N. COMMONWEALTH (Street) CHICAGO, IL 60614							
(City) (State) (Zip)	Table I - N	lon-Derivati	ve Securiti	es Be	Reporting Person neficially Owned		
1.Title of Security (Instr. 4)	2. Amount of Beneficially (Instr. 4)	Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.	1		
Common Stock	16,913		D	Â			
information conta required to respo	oond to the collection of ined in this form are not nd unless the form displa IB control number.	ays a	C 1473 (7-02		onvertible securities)		
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1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			(Instr. 4)		Price of	Derivative	
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)	

or Indirect

3235-0104

January 31,

2005

0.5

Number:

Expires:

response...

Estimated average burden hours per

Shares

(I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
McGrath Mark G 2355 N. COMMONWEAL CHICAGO, IL 60614	ГН	X	Â	Â	Â		
Signatures							
/s/ Mark G. McGrath	09/1	1/2006					
<u>**</u> Signature of Reporting Person	Ε	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).

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.