

CorMedix Inc.  
Form SC 13G/A  
February 13, 2015  
**SECURITIES  
AND  
EXCHANGE  
COMMISSION  
Washington,  
D.C. 20549**

**SCHEDULE  
13G/A**

Under the  
Securities  
Exchange Act of  
1934

(Amendment No.  
1 )\*

CorMedix Inc.  
(Name of Issuer)

Common Stock,  
par value \$0.001  
per share  
(Title of Class of  
Securities)

21900C100  
(CUSIP Number)

December 31,  
2014  
(Date of Event  
Which Requires  
Filing of this  
Statement)

Check the  
appropriate box  
to designate the  
rule pursuant to  
which this  
Schedule 13G is  
filed:

☐ Rule 13d-1(b)  
☒ Rule 13d-1(c)  
☐ Rule 13d-1(d)

(Page 1 of 9  
Pages)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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	NAMES OF REPORTING PERSONS
<b>1</b>	Kingsbrook Opportunities Master Fund LP
	CHECK THE APPROPRIATE
<b>2</b>	BOX IF A MEMBER (b) "
	OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR
<b>4</b>	PLACE OF ORGANIZATION
	Cayman Islands
	SOLE VOTING
<b>5</b>	POWER
	- 0 -
	SHARED VOTING POWER
	61,598 shares of Common Stock issuable upon conversion of
<b>6</b>	convertible preferred stock
	1,735,779 shares of Common Stock issuable upon exercise of warrants (see Item 4)*
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>7</b> SOLE DISPOSITIVE POWER

- 0 -

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
convertible  
preferred stock

8

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

61,598 shares of  
Common Stock  
issuable upon  
conversion of  
convertible preferred  
stock

9

1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)

10

EXCLUDES  
CERTAIN  
SHARES

11

PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW

(9)

4.9% (see Item 4)\*

TYPE OF  
REPORTING  
PERSON

12

PN

\* As more fully described in Item 4, certain of the reported warrants are subject to a 4.99% blocker and the percentage set forth in row (11) gives effect to such blocker. However, as more fully described in Item 4, rows (6), (8) and (9) show the number of shares of Common Stock that would be issuable upon the exercise of these warrants in full and do not give effect to such blocker. Therefore, the actual number of shares of Common Stock beneficially owned by such Reporting Person, after giving effect to such blocker, is less than the number of securities reported in rows (6), (8) and (9).

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	NAMES OF REPORTING PERSONS
<b>1</b>	Kingsbrook Opportunities GP LLC
	CHECK THE APPROPRIATE BOX IF A
<b>2</b>	MEMBER (b) "
	OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF
<b>4</b>	ORGANIZATION
	Delaware
	SOLE VOTING
<b>5</b>	POWER
	- 0 - SHARED VOTING POWER
	61,598 shares of Common Stock issuable upon conversion of
<b>6</b>	convertible preferred stock
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	1,735,779 shares of Common Stock issuable upon exercise of warrants (see Item 4)*
<b>7</b>	SOLE DISPOSITIVE

POWER

- 0 -

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
**8** convertible  
preferred stock

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

**9** 61,598 shares of  
Common Stock  
issuable upon  
conversion of  
convertible preferred  
stock

1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

**10** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)  
EXCLUDES  
CERTAIN  
SHARES

**11** PERCENT OF  
CLASS

REPRESENTED BY  
AMOUNT IN ROW  
(9)

4.9% (see Item 4)\*

TYPE OF  
REPORTING  
PERSON

12

OO

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NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH:

- 0 -

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
**8** convertible  
preferred stock

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

**9** 61,598 shares of  
Common Stock  
issuable upon  
conversion of  
convertible preferred  
stock

1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

**10** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)  
EXCLUDES  
CERTAIN  
SHARES

**11** PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW

(9)

4.9% (see Item 4)\*

TYPE OF  
REPORTING  
PERSON

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PN

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**1** NAMES OF  
REPORTING  
PERSONS

Ari Storch

**2** CHECK  
THE  
APPROPRIATE  
BOX IF A  
MEMBER (b) " " OF A  
GROUP

**3** SEC USE ONLY  
CITIZENSHIP OR  
PLACE OF

**4** ORGANIZATION

United States

NUMBER OF  
SHARES  
BENEFICIALLY **5**  
OWNED BY  
EACH  
REPORTING  
PERSON WITH:

SOLE  
VOTING  
POWER

- 0 -  
SHARED  
VOTING  
POWER

**6** 61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
convertible  
preferred stock

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*  
SOLE  
DISPOSITIVE  
**7** POWER

- 0 -  
**8**

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
convertible  
preferred stock

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

9

61,598 shares of  
Common Stock  
issuable upon  
conversion of  
convertible preferred  
stock

1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

10

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)

11

EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW  
(9)

4.9% (see Item 4)\*

TYPE OF  
REPORTING  
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12

IN

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4

NUMBER OF  
SHARES  
BENEFICIALLY **5**  
OWNED BY  
EACH  
REPORTING  
PERSON WITH:

SEC USE ONLY  
CITIZENSHIP OR  
PLACE OF  
ORGANIZATION

6

7

8

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
convertible  
preferred stock

1,735,779  
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Common Stock  
issuable upon  
exercise of  
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Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

**9** 61,598 shares of  
Common Stock  
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1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

**10** CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)

EXCLUDES  
CERTAIN  
SHARES

**11** PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW  
(9)



4.9% (see Item 4)\*

TYPE OF  
REPORTING  
PERSON

12

IN

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NUMBER OF SHARES BENEFICIALLY 5 OWNED BY EACH REPORTING PERSON WITH:	United States SOLE VOTING POWER  - 0 - SHARED VOTING POWER
6	61,598 shares of Common Stock issuable upon conversion of convertible preferred stock
7	1,735,779 shares of Common Stock issuable upon exercise of warrants (see Item 4)* SOLE DISPOSITIVE POWER
8	- 0 -

SHARED  
DISPOSITIVE  
POWER

61,598 shares  
of Common  
Stock issuable  
upon  
conversion of  
convertible  
preferred stock

1,735,779  
shares of  
Common Stock  
issuable upon  
exercise of  
warrants (see  
Item 4)\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

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61,598 shares of  
Common Stock  
issuable upon  
conversion of  
convertible preferred  
stock

1,735,779 shares of  
Common Stock  
issuable upon exercise  
of warrants (see Item  
4)\*

10

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..  
ROW (9)

11

EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS  
REPRESENTED BY  
AMOUNT IN ROW  
(9)

4.9% (see Item 4)\*

TYPE OF  
REPORTING  
PERSON

12

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**Item 1(a). NAME OF ISSUER.**

The name of the issuer is CorMedix Inc. (the "Company").

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

The Company's principal executive offices are located at 745 Rt. 202-206, Suite 303, Bridgewater, NJ.

**Item 2(a). NAME OF PERSON FILING:**

This statement is filed by:

Kingsbrook Opportunities Master Fund LP, a Cayman Islands limited partnership (the "Kingsbrook Fund"), with  
(i) respect to the Common Stock (as defined below) issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by it;

Kingsbrook Opportunities GP LLC, a Delaware limited liability company (the "General Partner"), which serves  
(ii) as the general partner of the Kingsbrook Fund, with respect to the Common Stock issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by the Kingsbrook Fund;

Kingsbrook Partners LP, a Delaware limited partnership (the "Investment Manager"), which serves as the  
(iii) investment manager to the Kingsbrook Fund, with respect to the Common Stock issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by the Kingsbrook Fund;

Mr. Ari Storch ("Mr. Storch"), who serves as senior managing member to the General Partner and KB GP LLC,  
(iv) the general partner of the Investment Manager, with respect to the Common Stock issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by the Kingsbrook Fund;

Mr. Adam J. Chill ("Mr. Chill"), who serves as managing member to the General Partner and KB GP LLC, the  
(v) general partner of the Investment Manager, with respect to the Common Stock issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by the Kingsbrook Fund; and

Mr. Scott Wallace ("Mr. Wallace"), who serves as managing member to the General Partner and KB GP LLC,  
(iii) the general partner of the Investment Manager, with respect to the Common Stock issuable upon conversion of the convertible preferred stock and exercise of the warrants directly held by the Kingsbrook Fund.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons."

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The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

**Item 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:**

The address of the business office of each of the Reporting Persons is c/o Kingsbrook Partners LP, 689 Fifth Avenue, 12th Floor, New York, New York 10022.

**Item 2(c) CITIZENSHIP:**

The Kingsbrook Fund is a Cayman Islands limited partnership. The General Partner is a Delaware limited liability company. The Investment Manager is a Delaware limited partnership. Messrs. Storch, Chill and Wallace are each United States citizens.

**Item 2(d). TITLE OF CLASS OF SECURITIES:**

Common Stock, par value \$0.001 per share, (the "Common Stock").

**Item 2(e). CUSIP NUMBER:**

21900C100

**Item 3. IF THIS STATEMENT IS FILED PURSUANT TO §§ 240.13d-1(b) OR 240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

- (a) "Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) "Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) "Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) "Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) "Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);  
Employee benefit plan or endowment fund in accordance with

- (f) "Rule 13d-1(b)(1)(ii)(F);

- (g) "Parent holding company or control person in accordance with  
Rule 13d-1(b)(1)(ii)(G);

- (h) "Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the  
(i) ..Investment Company Act (15 U.S.C. 80a-3);

(j) "Non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);

(k)"Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please

specify the type of institution: \_\_\_\_\_

**Item 4. OWNERSHIP.**

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each Reporting Person.

The Company's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2014 filed with the Securities and Exchange Commission on November 13, 2014, disclosed that the total number of outstanding shares of Common Stock as of November 10, 2014 was 22,383,101. The percentages set forth on Row (11) of the cover page for each Reporting Person is based on the Company's total number of outstanding shares of Common Stock and assumes the conversion of the reported convertible preferred stock and exercise of the reported warrants, subject to the 4.99% Blocker (as defined below).

Pursuant to the terms of certain of the reported warrants, the Reporting Persons cannot exercise such warrants if the Reporting Persons would beneficially own, after any such exercise, more than 4.99% of the outstanding shares of Common Stock (the "4.99% Blocker") and the percentage set forth in Row (11) of the cover page for each Reporting Person gives effect to the 4.99% Blocker. Consequently, at this time, the Reporting Persons are not able to exercise all of such warrants due to the 4.99% Blocker.

**Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.**

If this statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [x]

**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.**

Not applicable.

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.**

Not applicable.

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

Not applicable

**Item 9. NOTICE OF DISSOLUTION OF GROUP.**



Not applicable.

**Item 10. CERTIFICATION.**

Each of the Reporting Persons hereby makes the following certification:

By signing below, each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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## SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 13, 2015

### **KINGSBROOK OPPORTUNITIES MASTER FUND LP**

By: Kingsbrook Opportunities GP LLC, its general partner

/s/ Adam J. Chill

Name: Adam J. Chill

Title: Managing Member

### **KINGSBROOK OPPORTUNITIES GP LLC**

/s/ Adam J. Chill

Name: Adam J. Chill

Title: Managing Member

### **KINGSBROOK Partners LP**

By: KB GP LLC, its general partner

/s/ Adam J. Chill

Name: Adam J. Chill

Title: Managing Member

/s/ Ari Storch

Ari Storch

/s/ Adam J. Chill

Adam J. Chill

/s/ Scott Wallace

Scott Wallace