

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Notice of Effectiveness**

**Effectiveness Date:** December 28, 2012 3:00 P.M.

**Form:** S-3

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**CIK:** [0000884144](#)

**Company Name:** ASURE SOFTWARE INC

**File Number:** [333-185448](#)