FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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				3. Da	te of	Earlie	est Tra	nsaction (N	lonth/	Day/Yea	ar)	$\neg \neg$	2					
(Fi	rst)	(Middle)						- (, ·	,		7				Other (s below)	респу
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RY M	A	01776											7	Form f	iled by On	e Repo	orting Perso	n
															-	re than	One Repo	orting
(S	ate)	(Zip)												Perso	n 			
	Tak	ole I - N	lon-Deriv	ative :	Sec	uriti	es A	cquired,	Disp	osed	of, or E	Benefi	ciall	y Owne	d			
1. Title of Security (Instr. 3)		Date	y/Year) if a		Execution Date, if any		Code (I	Transaction Code (Instr.		4. Securities Acquired (AD isposed Of (D) (Instr. 3 and 5)			Securiti Benefic Owned	ies ially	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amoui			ice	Reporte Transac	ed ction(s)	(Instr	. 4)	(Instr. 4)
ftware, Inc. ar value)	Common Stock		11/19/2	2014				P		40	0	A \$	5.14	270	0,459		D	
ftware, Inc. ar value)	Common Stock		11/19/2	2014				P		16	8	A \$	5.15	270	0,627		D	
ftware, Inc. ar value)	Common Stock		11/19/2	2014				P		3,2	00	A \$	5.21	273	3,827		D	
ftware, Inc. ar value)	Common Stock	ς	11/19/2	2014				P		5	1	A \$	6.73	273	3,832		D	
	-	Γable II						•	•		-		-	Owned				
											unt					11. Nature		
or Exercise Price of Derivative Security	Date (Month/Day/Year)	if any	·	Code (Ir		of Dering Secur Acqu (A) of Disp of (D	vative irities uired or osed o) r. 3,			·)	Underlyi Derivativ	ng e Secur	ity	or Derivative Security (Instr. 5)	Securities Beneficial Owned Following Reported	s li liy li g (Form: Direct (D) or Indirect (I) (Instr.	Beneficia Ownershi (Instr. 4)
				Code	v	(A)	(D)	Date Exercisabl			Title	or Numbe	er					
\$2.33								(1)		(2)	Asure Software, Inc. Common Stock (\$0.01	225,0	000		225,00	00	D	
	(Fig. 1) (Fig. 2) (Fi	(First) OTTSWOOD RY MA (State) Tak Security (Instr. 3) ftware, Inc. Common Stockar value) ftware, Inc. Common Stockar value) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year)	(First) (Middle) OTTSWOOD RY MA 01776 (State) (Zip) Table I - N Security (Instr. 3) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) Table II 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) if any (Month)	(First) (Middle) OTTSWOOD RY MA 01776 (State) (Zip) Table I - Non-Derive Security (Instr. 3) 2. Transactor (Month/Date) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) Table II - Derivative Security 3. Transaction Date (Month/Day/Year) Table II - Derivative Security 3. Transaction Date, if any (Month/Day/Year)	(First) (Middle) OTTSWOOD RY MA 01776 (State) (Zip) Table I - Non-Derivative : Security (Instr. 3) 2. Transaction Date (Month/Day/Year) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) Table II - Derivative Security (e.g., puts, c. Code (france) Table II - Derivative Security 2. Table II - Derivative Security A. If A.	ASUR (First) (Middle) OTTSWOOD Table I - Non-Derivative Sec Security (Instr. 3) Private Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) ftware, Inc. Common Stock ar value) Table II - Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3)	ASURE S 3. Date of Earlis 11/19/2014 4. If Amendment Security (Instr. 3) Table I - Non-Derivative Securitie (Month/Day/Year) Fitware, Inc. Common Stock ar value) fitware, Inc. Common Stock ar value) fitware, Inc. Common Stock ar value) Table II - Derivative Securitie (e.g., puts, calls, was price of Date (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, was price of Date (Month/Day/Year) [Month/Day/Year] Table II - Derivative Securitie (e.g., puts, calls, was price of Date (Month/Day/Year) [Month/Day/Year] [Month/Day/Year] Table II - Derivative Securitie (e.g., puts, calls, was price of Date (Month/Day/Year) [Month/Day/Year] [Month/Day/	ASURE SOFT (First) (Middle) OTTSWOOD Table I - Non-Derivative Securities Active (Month/Day/Year) Fitware, Inc. Common Stock ar value) fitware, Inc. Common Stock ar value) Table II - Derivative Securities Active (e.g., puts, calls, warrant of Derivative Securities Active (Month/Day/Year) Table II - Derivative Securities Active (e.g., puts, calls, warrant of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, and 5) Code V (A) (D)	ASURE SOFTWARE 3. Date of Earliest Transaction (Manth/Day/Year) Table I - Non-Derivative Securities Acquired, Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Non-Derivative Securities Acquired, P Table II - Non-Derivative Securities Acquired, Transaction Date (Month/Day/Year) Table II - Perivative Securities Acquired, Date (e.g., puts, calls, warrants, option Table II - Derivative Securities Acquired, Date (hard) Conversion Date (Month/Day/Year) Table II - Derivative Securities Acquired, Date (hard) Conversion Date (Month/Day/Year) Table II - Derivative Securities Acquired, Date (hard) Conversion Date (Month/Day/Year) Table II - Derivative Securities Acquired (Month/Day/Year) Conversion Date (Month/Day/Year) Conversion Date (Month/Day/Year) Conversion (Month/Day/Year) Conversion Date (Month/Day/Year) Conversion Date (Month/Day/Year) Code (Instr. 8) Code (Instr. 8) Date Exercisable	ASURE SOFTWARE INC (First) (Middle) OTTSWOOD RY MA 01776 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disp. (Month/Day/Year) (Month/Day/Year) Figure, Inc. Common Stock ar value) Table II - Derivative Securities Acquired, Disp. (e.g., puts, calls, warrants, options, comparison or Exercise Price of Derivative Securities Acquired, Disp. (Month/Day/Year) Table II - Derivative Securities Acquired, Disp. (e.g., puts, calls, warrants, options, comparison or Exercise Price of Derivative Securities Acquired (A) or Derivative Securities Acquired	ASURE SOFTWARE INC ASURE S	(First) (Middle) OTTSWOOD Table I - Non-Derivative Securities Acquired, Disposed of, or Execution Plants (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Fitware, Inc. Common Stock ar value) Table II - Derivative Securities Acquired, Disposed of, or Execution Date, if any (Month/Day/Year) Fitware, Inc. Common Stock ar value) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear value) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear value) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible sear of Security (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	ASURE SOFTWARE INC [ASUR] 3. Date of Earliest Transaction (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. and S) Executing (Instr. 3) 2. Transaction Date (Month/Day/Year) A Deemed Date (Month/Day/Year) (Month/Day/Year) A Deemed Date (Month/Day/Year) (Month/Day/Year) A Deemed Date (Month/Day/Year) (Month/Day/Year) A Deemed Date (Date (Instr. and S) Transaction Date (Date (Instr. and S) Transaction (A) or (D) (Instr. and Amount of (D) (D) (Instr. and Amount of (D) (Instr. and (D)	ASURE SOFTWARE INC [ASUR]	ASURE SOFTWARE INC [ASUR] (First) (Middle) OTTSWOOD A. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Non-Month/Day/Year) Transaction Code (Instr. and Open Code (Inst	ASURE SOFTWARE INC [ASUR] Check all applicable) X Director X Differ (give title below) X Form filed by Mo X	ASURE SOFTWARE INC ASUR	ASURE SOFTWARE INC ASUR Sure Asure A

Explanation of Responses:

1. For 52,500 options: Such options shall vest over a 4 year period following issuance such that 25% of the shares shall vest on 9/15/2010 and an additional 6.25% shall vest each three (3) months thereafter. For 172,500 options: Such options will vest as follows: 1/14th (or 12,321 shares) of the total shares will vest each calendar quarter beginning September 30, 2011 through September 30, 2014, and the remaining 12,327 shares will vest on December 31, 2014.

2. For 52,500 Options: 9/21/2019 For 172,500 Options: 12/31/2019

/s/ Patrick Goepel

11/21/2014

Date

** Signature of Reporting Person

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} 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).