

BIO IMAGING TECHNOLOGIES INC
Form SC 13G/A
February 03, 2009

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

BIO-IMAGING TECHNOLOGIES, INC.
(Name of Issuer)

Common Stock, par value \$.00025 per share
(Title of Class of Securities)

09056N103
(CUSIP Number)

December 31, 2008
(Date of Event which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* 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 ("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).

Continued on following pages
Page 1 of 18 Pages
Exhibit Index: Page 16

SCHEDULE 13G

CUSIP No.: 09056N103

Page 2 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

LANDMARK ADVISORS, LLC
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
Delaware

Number of Shares5.	Sole Voting Power		0
Beneficially			
Owned by Each 6.	Shared Voting Power		0
Reporting Person			
With 7.	Sole Dispositive Power		0
	8.	Shared Dispositive Power	0
 9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
0% based on 14,341,403 shares outstanding as of October 31, 2008.
 12. Type of Reporting Person:
IA
-

SCHEDULE 13G

CUSIP No.: 913201109

Page 3 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
- LANDMARK SELECT MASTER FUND LTD.
2. Check the Appropriate Box if a Member of a Group
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
Cayman Islands
- | | | | |
|-----------------------|----|--------------------------|---|
| Number of Shares | 5. | Sole Voting Power | 0 |
| Beneficially Owned by | | | |
| Each Reporting Person | 6. | Shared Voting Power | 0 |
| With | | | |
| | 7. | Sole Dispositive Power | 0 |
| | 8. | Shared Dispositive Power | 0 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
0% based on 14,341,403 shares outstanding as of October 31, 2008.
12. Type of Reporting Person:
HC
-

SCHEDULE 13G

CUSIP No.: 913201109

Page 4 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

TILDENROW ADVISORS, LLC

2. Check the Appropriate Box if a Member of a Group
(a)
(b)
3. SEC Use Only

4. Citizenship or Place of Organization
New York

Number of 5. Sole Voting Power 35,800
Shares

Beneficially 6. Shared Voting 0
Owned by Power

Each 7. Sole Dispositive 35,800
Reporting Power

Person With 8. Shared Dispositive 0
Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person
35,800

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
0.25% based on 14,341,403 shares outstanding as of October 31, 2008.

12. Type of Reporting Person:
IA

SCHEDULE 13G

CUSIP No.: 913201109

Page 5 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

BARON ADVISORS LLC
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
New York

Number of Shares	5.	Sole Voting Power	0
Beneficially Owned by			
Each Reporting Person	6.	Shared Voting Power	0
With			
	7.	Sole Dispositive Power	0
	8.	Shared Dispositive Power	0

 9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
0% based on 14,341,403 shares outstanding as of October 31, 2008.
 12. Type of Reporting Person:
HC
-

SCHEDULE 13G

CUSIP No.: 913201109

Page 6 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

AHMED FATTOUH
 2. Check the Appropriate Box if a Member of a Group
(a)
(b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
United States of America
- | | | | |
|-----------------------|----|--------------------------|---|
| Number of Shares | 5. | Sole Voting Power | 0 |
| Beneficially Owned by | | | |
| Each Reporting Person | 6. | Shared Voting Power | 0 |
| With | | | |
| | 7. | Sole Dispositive Power | 0 |
| | 8. | Shared Dispositive Power | 0 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
0% based on 14,341,403 shares outstanding as of October 31, 2008.
 12. Type of Reporting Person:
HC
-

SCHEDULE 13G

CUSIP No.: 913201109

Page 7 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

JOHN SALIB

2. Check the Appropriate Box if a Member of a Group
(a)
(b)
3. SEC Use Only

4. Citizenship or Place of Organization
United States of America

Number of Shares	5.	Sole Voting Power	0
Beneficially Owned by			
Each Reporting Person	6.	Shared Voting Power	0
With			
	7.	Sole Dispositive Power	0
	8.	Shared Dispositive Power	0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
0% based on 14,341,403 shares outstanding as of October 31, 2008.
12. Type of Reporting Person:
HC
-

SCHEDULE 13G

CUSIP No.: 913201109

Page 8 of 18 Pages

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

SEBASTIAN STUBBE

2. Check the Appropriate Box if a Member of a Group
(a)
(b)
3. SEC Use Only

4. Citizenship or Place of Organization
United States of America

Number of Shares	5.	Sole Voting Power	0
Beneficially Owned by Each Reporting Person	6.	Shared Voting Power	0
With			