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MILESTONE SCIENTIFIC INC/NJ

Form 3 June 17, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

response... 0.5

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 *

SCHILLER LEONARD M

(Last) (First) (Middle) Statement

(Month/Day/Year)

06/05/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MILESTONE SCIENTIFIC INC/NJ [MLSS.OB]

C/O MILESTONE SCIENTIFIC INC., 220 SOUTH ORANGE

AVENUE

(Street)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

10% Owner __X__ Director Officer Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

LIVINGSTON, NJÂ 07039

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Â

Common Stock 13.228

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

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1473 (7-02)

D

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-------------------------------------|---------------------|--------------------|-----------------|----------------------------------|----------|--|---|
| Options to purchase Common Stock | (1) | 03/19/2010 | Common Stock | 20,000 | \$ 3.27 | D | Â |
| Options to purchase Common Stock | (1) | 11/17/2010 | Common Stock | 20,000 | \$ 1.4 | D | Â |
| Options to purchase Common Stock | (1) | 11/30/2011 | Common Stock | 20,000 | \$ 0.83 | D | Â |
| Options to purchase Common Stock | (1) | 06/05/2012 | Common Stock | 20,000 | \$ 1.68 | D | Â |
| Options to purchase Common Stock | (2) | 06/05/2013 | Common Stock | 20,000 | \$ 0.74 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|----------|---------------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| SCHILLER LEONARD M C/O MILESTONE SCIENTIFIC INC. 220 SOUTH ORANGE AVENUE LIVINGSTON, NJ 07039 | ÂX | Â | Â | Â | | | |

Signatures

/s/ Leonard
Schiller

**Signature of Reporting Person

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).
- (1) Options are currently vested
- (2) Options vest as follows: (i) 10,000 immediately upon grant; and (ii) 10,000 one year from grant date

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.

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