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**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PUSUANT TO SECTION 12(b) or (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Milestone Scientific Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(Jurisdiction of Incorporation or Organization)

**13-3545623**  
(I.R.S. Employer Identification No.)

**220 South Orange Avenue, Livingston NJ 07039**  
(Address of Principal Executive Offices) (Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: (if applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

<u>Title of each class to be so registered</u>	<u>Name of each exchange on which each class is to be registered</u>
<b>Common Stock, par value \$.001 per share</b>	<b>NYSE MKT</b>

**Securities to be registered pursuant to Section 12(g) of the Act: None**



**Item 1. Description of Registrant's Securities to be Registered**

Our authorized capital stock consists of 50,000,000 of common stock, par value \$.001 per share and 5,000,000 shares of preferred stock par value \$.001 per share.

The holders of outstanding shares of common stock are entitled to receive dividends out of legally available assets when and to the extent determined by our board of directors from time to time. Each Stockholder is entitled to one vote for each share held by him on each matter submitted to a vote of stockholders. At an election of directors, each director is elected by a plurality of the voting shares of common stock. The shares of common stock are not entitled to preemptive rights and are not convertible or redeemable. In the case of a liquidation, dissolution or other termination of our business, the holders of common stock are entitled to share ratably in the distribution of all of our assets remaining available for distribution after all of our liabilities have been satisfied. Each outstanding share of common stock is and all shares of common stock to be outstanding after this offering is completed will be, fully paid and nonassessable.

**Item 2. Exhibits.**

List below all exhibits filed as a part of the registration statement:

- 3.1 Certificate of Incorporation Milestone Incorporated by reference to Milestone's Registration Statement on Form SB-2 No. 333-92324
- 3.2 Certificate of Amendment filed July 13, 1995 Incorporated by reference to Amendment No. 1 to Milestone's Registration Statement on Form SB-2 No. 333-92324
- 4.1 Specimen stock certificate Incorporated by reference to Milestone's Form 10-KSB for the year ended December 31, 1999

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Milestone Scientific Inc.

Date: May 26, 2015

By: /s/ Leonard Osser  
Leonard Osser,  
Chief Executive Officer