

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Amendment No. 1*

Urologix, Inc.

(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share

(Title of Class of Securities)

917273104

(CUSIP Number)

*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).

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
EDAP TMS S.A.
I.R.S. Identification No. not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

5 SOLE VOTING POWER

49,818 shares

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6 SHARED VOTING POWER

375,182 shares

7 SOLE DISPOSITIVE POWER

49,818 shares

8 SHARED DISPOSITIVE POWER

375,182 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

425,000 shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

3.2%

12 TYPE OF REPORTING PERSON

CO

Item 1.

- (a) Name of Issuer: Urologix, Inc.
- (b) Address of Issuer's Principal Executive Offices:
14405 21st Avenue North
Minneapolis, Minnesota 55447

Item 2.

- (a) Name of Persons Filing:
EDAP TMS S.A.
- (b) Address of Principal Business Office:
Parc D'Activites La Poudrette-Lamartine
4-6 Rue du Dauphine
69120 Vaulx-en-Velin
France
- (c) Citizenship:
France
- (d) Title of Class of Securities:
Common Stock, Par Value \$0.01
- (e) CUSIP Number:
917273104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a(n):

- (a) [] Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o)
- (b) [] Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c) [] Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d) [] Investment Company registered under Section 8 of the Investment Company Act (15 U.S.C. 80a-8)
- (e) [] Person registered as an investment adviser under Section 203 of the Investment Advisers Act of 1940 (15 U.S.C. 80b-3) or under the laws of any state.
- (f) [] Employee Benefit Plan or Endowment Fund in accordance with Section 240.13d-1(b)(1)(ii)(F)
- (g) [] Parent Holding Company or Control Person in accordance with Section 240.13d-1(b)(ii)(G)
- (h) [] Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
- (i) [] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j) [] Group in accordance with ss.240.13d-1(b)(1)(ii)(J)

Item 4. Ownership

- (a) Amount Beneficially Owned:
425,000 shares.
- (b) Percent of Class:
3.2%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote:
49,818 shares
 - (ii) Shared power to vote or to direct the vote:
375,182 shares (see Item 7)
 - (iii) Sole power to dispose or to direct the disposition of:
49,818 shares

(iv) Shared power to direct the disposition of:
375,182 shares (see Item 7)

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the X reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [X]

Item 6. Ownership of More than Five Percent on Behalf of Another Person
Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

In addition to the 49,818 shares held directly by EDAP TMS S.A., the following shares are held by subsidiaries of EDAP TMS S.A.:

161,591 shares held by EDAP Technomed, Inc.

116,504 shares held by Technomed Medical Systems S.A.

97,087 shares held by EDAP Technomed, Inc.

Item 8. Identification and Classification of Members of the Group
Not Applicable

Item 9. Notice of Dissolution of Group
Not Applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

EDAP TMS S.A.

By: /s/ Ian Vawter

Ian Vawter
Chief Financial Officer
January 18, 2002