

Hammer James D
 Form 4
 February 08, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 OF SECURITIES

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 *
 Hammer James D

(Last) (First) (Middle)

C/O 2445 MCCABE WAY

(Street)

IRVINE, CA 92612

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Cobalis Corp [CLSC]

3. Date of Earliest Transaction (Month/Day/Year)
 02/02/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common stock					1,027,143	D	
Common stock					1,800,000	I	Hammer Family Trust
Common stock					360,000	I	shares household with immediate family members who each

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									own 120,000 shares
Common stock	02/02/2006	P	500	A	\$ 1.38	58,000	I		owned jointly with spouse
Common stock	02/02/2006	P	1,500	A	\$ 1.44	59,500	I		owned jointly with spouse
Common stock	02/02/2006	P	3,500	A	\$ 1.45	63,000	I		owned jointly with spouse
Common stock	02/02/2006	P	4,500	A	\$ 1.5	67,500	I		owned jointly with spouse
Common stock	02/03/2006	P	10,000	A	\$ 1.4	77,500	I		owned jointly with spouse
Common stock	02/07/2006	P	500	A	\$ 1.5	78,000	I		owned jointly with spouse
Common stock	02/07/2006	P	1,500	A	\$ 1.5	79,500	I		owned jointly with spouse
Common stock	02/07/2006	P	2,000	A	\$ 1.48	81,500	I		owned jointly with spouse
Common stock	02/07/2006	P	500	A	\$ 1.48	82,000	I		owned jointly with spouse
Common stock	02/07/2006	P	2,000	A	\$ 1.47	84,000	I		owned jointly with spouse
Common stock	02/07/2006	P	1,000	A	\$ 1.41	85,000	I		owned jointly with spouse
Common stock	02/07/2006	P	3,500	A	\$ 1.39	88,500	I		owned jointly with spouse
Common stock	02/07/2006	P	1,500	A	\$ 1.37	90,000	I		owned jointly with spouse
Common stock	02/07/2006	P	5,000	A	\$ 1.35	95,000	I		owned jointly with

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Common stock	02/07/2006	P	2,000	A	\$ 1.3	97,000	I	owned jointly with spouse
Common stock	02/07/2006	P	500	A	\$ 1.29	97,500	I	owned jointly with spouse
Common stock	02/08/2006	P	5,000	A	\$ 1.4	102,500	I	owned jointly with spouse
Common stock	02/08/2006	P	5,000	A	\$ 1.45	107,500	I	owned jointly with spouse

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hammer James D C/O 2445 MCCABE WAY IRVINE, CA 92612		X		

Signatures

James D.
Hammer

02/08/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

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

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