

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Sail Venture Partners LLC (Last) (First) (Middle) 600 ANTON BOULEVARD, SUITE 1750 (Street) COSTA MESA, CA 92626 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/07/2007	3. Issuer Name and Ticker or Trading Symbol CNS RESPONSE, INC. [CNSO.OB]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,109,406	I	By Sail Venture Partners, LP (1)

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

SEC 1473 (7-02)

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.

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

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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants (Right to Buy)	05/20/2005	05/20/2015	Common Stock	423,305	\$ 0.01	I	By Sail Venture Partners, LP (1)
Warrants (Right to Buy)	04/07/2006	04/07/2016	Common Stock	100,000	\$ 0.01	I	By Sail Venture Partners, LP (1)
Warrants (Right to Buy)	10/06/2006	10/06/2011	Common Stock	594,060	\$ 1.51	I	By Sail Venture Partners, LP (1)
Warrants (Right to Buy)	03/07/2007	03/07/2012	Common Stock	111,750	\$ 1.8	I	By Sail Venture Partners, LP (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sail Venture Partners LLC 600 ANTON BOULEVARD SUITE 1750 COSTA MESA, CA 92626		X		

Signatures

/s/ David B. Jones, Managing Member		03/19/2007
**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) Sail Venture Partners, LLC is the General Partner of Sail Venture Partners, LP, formerly called Odyssey Venture Partners II, L.P., and makes investment decisions in relation to these securities. Sail Venture Partners, LLC expressly disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein.

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.