

OLIVER AUGUSTUS K

Form 4

April 14, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
OLIVER AUGUSTUS K

(Last) (First) (Middle)

1200 CORPORATE DRIVE, SUITE
200

(Street)

BIRMINGHAM, AL 35242

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EMAGEON INC [EMAG]

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Former Director

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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock, par value \$0.001 per share	04/02/2009		D ⁽¹⁾⁽²⁾		3,569,360 <u>(1)</u> <u>(2)</u>	D <u>(1)</u> <u>(2)</u>	0 <u>(2)</u>	I <u>(2)</u>
								By Davenport Partners, L.P., JE Partners and Oliver Press Master Fund LP <u>(2)</u>

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**

SEC 1474
(9-02)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Employee Stock Option (Right to Buy)	\$ 1.86	04/02/2009		D ⁽³⁾		7,500		⁽³⁾	06/23/2018	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

OLIVER AUGUSTUS K
1200 CORPORATE DRIVE, SUITE 200
BIRMINGHAM, AL 35242

Former Director

Signatures

/s/ Augustus K.
Oliver

04/14/2009

**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).

Pursuant to the Agreement and Plan of Merger, dated as of February 23, 2009 (the "Merger Agreement"), by and among Emageon Inc., a Delaware corporation (the "Company"), AMICAS, Inc., a Delaware corporation ("AMICAS"), and AMICAS Acquisition Corp., a

(1) Delaware corporation and a direct wholly owned subsidiary of AMICAS (the "Purchaser"), on April 2, 2009, the Purchaser purchased all of the Company's outstanding shares of common stock, par value \$0.001 per share (the "Shares"), that were validly tendered and not withdrawn at a purchase price of \$1.82 per Share, net to the holder in cash.

(2) As of April 2, 2009, Davenport Partners, L.P., a Delaware limited partnership ("Davenport"), held no Shares, JE Partners, a Bermuda partnership ("JE"), held no Shares, and Oliver Press Master Fund LP, a Cayman limited partnership ("Master Fund" and, together with Davenport and JE, the "Partnerships"), held no Shares. Oliver Press Investors, LLC, a Delaware limited liability company ("OPI"), serves as the general partner of each of the Partnerships. Oliver Press Partners, LLC, a Delaware limited liability company ("OPP"), serves as the investment adviser to each of the Partnerships. Augustus K. Oliver ("Oliver") and Clifford Press serve as the Managing Members of each

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of OPI and OPP. As a former director of the Company, Oliver files separately with respect to the Company.

- Pursuant to the Merger Agreement, on April 2, 2009, each option to purchase shares of the Company's common stock was cancelled and
- (3) converted automatically into the right to receive a cash payment equal to the excess, if any, of \$1.82 over the applicable option exercise price.

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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