

KIRK SCOTT H MD
Form 4
May 11, 2009

FORM 4

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

OMB APPROVAL

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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 *
KIRK SCOTT H MD

(Last) (First) (Middle)

**C/O KIRK EYE CENTER, 7427
LAKE STREET**

(Street)

RIVER FOREST, IL 60305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NOVAMED INC [NOVA]

3. Date of Earliest Transaction (Month/Day/Year)
05/05/2009

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 below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) Code V Amount Price | | | |
| Common Stock | 05/05/2009 | | M ⁽¹⁰⁾ | 100,000 A \$ 0.83 | 165,197 | D | |
| Common Stock | 05/07/2009 | | S ⁽¹¹⁾ | 4,500 D \$ 3.11 | 160,697 | D | |
| Common Stock | 05/07/2009 | | S ⁽¹¹⁾ | 2,218 D \$ 3.13 | 158,479 | D | |
| Common Stock | 05/07/2009 | | S ⁽¹¹⁾ | 7,882 D \$ 3.14 | 150,597 | D | |
| Common Stock | 05/07/2009 | | S ⁽¹¹⁾ | 500 D \$ 3.145 | 150,097 | D | |

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| | | | | | | | | |
|--------------|------------|--------------|--------|---|----------|------------------------|---|-------------------------------|
| Common Stock | 05/07/2009 | <u>S(11)</u> | 500 | D | \$ 3.15 | 149,597 | D | |
| Common Stock | 05/07/2009 | <u>S(11)</u> | 200 | D | \$ 3.16 | 149,397 | D | |
| Common Stock | 05/07/2009 | <u>S(11)</u> | 2,250 | D | \$ 3.2 | 147,147 | D | |
| Common Stock | 05/07/2009 | <u>S(11)</u> | 1,150 | D | \$ 3.21 | 145,997 | D | |
| Common Stock | 05/07/2009 | <u>S(11)</u> | 800 | D | \$ 3.215 | 145,197 | D | |
| Common Stock | 05/08/2009 | <u>S(11)</u> | 10,000 | D | \$ 3.35 | 135,197 ⁽⁸⁾ | D | |
| Common Stock | | | | | | 633,435 | I | See Footnote 1 ⁽¹⁾ |
| Common Stock | | | | | | 695,360 | I | See Footnote 2 ⁽²⁾ |

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

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(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) | | | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount of Number of Shares |
| Stock Option (right to buy) | \$ 0.83 | 05/05/2009 ⁽¹⁰⁾ | | <u>M(10)</u> | | 100,000 | | ⁽³⁾ | 05/23/2012 | Common Stock | 100,000 |
| Stock Option (right to buy) | \$ 4.45 | | | | | | | ⁽⁴⁾ | 03/16/2014 | Common Stock | 25,000 |

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- (8) Includes 12,000 restricted shares of common stock.
- (9) Subject to certain restrictions, 2,500 of these options will vest on 8/18/09 with the remainder vesting approximately 417 per month starting on 9/18/09.
- (10) Represents exercise of stock option by acquiring underlying common stock in the amount of 100,000 shares on 5/5/09.
- (11) Represents sale of underlying shares following exercise of stock options on 5/5/09.

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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