ENDOLOGIX INC /DE/ Form 3 July 19, 2013

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ENDOLOGIX INC /DE/ [ELGX] A Machek James Edward (Month/Day/Year) 07/12/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 11 STUDEBAKER (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person IRVINE, CAÂ 92618 (give title below) (specify below) Form filed by More than One VP-Research & Development Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) $7,189 \frac{(1)}{(2)}$ D Â Common Stock Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)	(

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Shares

(I) (Instr. 5)

Option to Purchase

04/08/2014 04/08/2023

Common Stock

25,351 (3) \$ 15.41

D Â

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Machek James Edward 11 STUDEBAKER IRVINE, CAÂ 92618

 \hat{A} \hat{A} \hat{A} VP-Research & Development \hat{A}

Signatures

James E. Machek by Leonard M. Greenstein, Attorney-in-Fact for Reporting Person.

07/19/2013

**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) Vesting to occur in 25% increments based upon the achievement of certain clinical enrollment, product regulatory approval, and sales milestones.
- (2) 100% cliff vesting to occur May 31, 2017 if milestones are not met.
- (3) Vesting to occur at 25% on April 8, 2014, then monthly for the subsequent 36 months, for 100% vesting on April 8, 2017.

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.

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