

RADIOLOGIX INC

Form 4

June 01, 2006

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

OMB APPROVAL

OMB  
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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 \*  
**MELLO JOSEPH C**

(Last) (First) (Middle)

**2200 ROSS AVENUE, SUITE 3600**

(Street)

**DALLAS, TX 75201-2776**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**RADIOLOGIX INC [RGX]**3. Date of Earliest Transaction  
(Month/Day/Year)**06/01/2006**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 Ownership (Instr. 4)
Common Stock, par value \$.0001			Code	V Amount (D) Price	4,000	D	

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  
required to respond unless the form  
displays a currently valid OMB control  
number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Restricted Stock Unit (Right to Buy)	\$ 5.3							09/19/2002 <sup>(1)</sup>	09/18/2011	Common Stock, par value \$.0001	30,0
Director Restricted Stock Unit (Right to Buy)	\$ 4.45							08/15/2004 <sup>(2)</sup>	07/14/2014	Common Stock, par value \$.0001	10,0
Director Restricted Stock Unit (Right to Buy)	\$ 4.08							06/02/2006 <sup>(3)</sup>	<sup>(3)</sup>	Common Stock, par value \$.0001	11,0
Director Restricted Stock Unit (Right to Buy)	\$ 2.39	06/01/2006		A		18,828		06/01/2006 <sup>(3)</sup>	<sup>(3)</sup>	Common Stock, par value \$.0001	18,8

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MELLO JOSEPH C 2200 ROSS AVENUE SUITE 3600 DALLAS, TX 75201-2776	X			

## Signatures

/s/ Joseph C.  
Mello

06/01/2006

\_\_\_\_\_  
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).

(1) This option became exercisable as to 10,000 shares upon optionee's completion of one year of service as a director on September 18, 2002, and thereafter as to 833 shares per month for 24 months.

(2) This option becomes exercisable as to 1/12th of the option shares per month for 12 months.

(3) The derivative securities included in the table are restricted stock units (RSUs) that are granted to independent directors automatically each year under the Radiologix, Inc. 2004 Long-Term Incentive Compensation Plan (LTICP). RSUs are scheduled to vest in full on the one year anniversary of the grant date, but at that time they will convert automatically into deferred stock units (DSUs). They will remain deferred until one year after the reporting person's retirement, resignation, or termination from Board service, or a change in control of Radiologix, as defined in the 2004 LTICP. DSUs do not have an expiration date. Unvested RSUs are subject to forfeiture if the reporting person ceases to serve on the Board of Directors at any time during the year following the grant date.

### Remarks:

This amendment is being filed to correct typographical errors in the conversion price and number of shares underlying the RSUs.

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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