Edgar Filing: ATHENAHEALTH INC - Form 4

ATHENAHI	EALTH INC										
Form 4 December 1'	7 2008										
							OMB AF	PPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check th if no long subject to Section 1 Form 4 o Form 5	Ger STATEMENT (6. r	DF CHANGES IN SECUR	RITIES				Expires: Estimated a burden hou response	urs per			
Form 5 obligations may continue. See Instruction 1(b). 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 I	Responses)										
1. Name and A Park Todd Y	address of Reporting Person $\frac{*}{2}$	Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
		ATHENAHEAL	TH INC	[ATH	IN]	(Check all applicable)					
(Last) C/O ATHE ARSENAL	(First) (Middle) NAHEALTH, INC., 311 STREET	3. Date of Earliest Tr (Month/Day/Year) 12/15/2008	-				X_ Director 10% Owner Officer (give title Other (specify below) below)				
	4. If Amendment, Da Filed(Month/Day/Year	-	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
	WN, MA 02472					Person					
(City)	(State) (Zip)	Table I - Non-D	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security (Instr. 3)	any		4. Securi on(A) or Di (Instr. 3,	(A)	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
		Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Common Stock	12/15/2008	S	150 <u>(1)</u>	D	\$ 32.49	884,700	D				
Common Stock	12/15/2008	S	100 (1)	D	\$ 31.56	884,600	D				
Common Stock	12/15/2008	S	100 (1)	D	\$ 32.32	884,500	D				
Common Stock	12/15/2008	S	100 (1)	D	\$ 32.23	884,400	D				
Common Stock	12/15/2008	S	100 (1)	D	\$ 32.79	884,300	D				

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Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 32.88	884,200	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 33.43	884,100	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 33.71	884,000	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 34.07	883,900	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 32.4	883,800	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 33.24	883,700	D
Common Stock	12/15/2008	S	100 <u>(1)</u> D	\$ 34.54	883,600	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired			Secur	ities	(Instr. 5)	Bene
	Derivative							(Instr	. 3 and 4)		Owne
	Security										Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Relationships

10% Owner Officer Other

Director

Х

Park Todd Y. C/O ATHENAHEALTH, INC. 311 ARSENAL STREET

WATERTOWN, MA 02472

Signatures

/s/ Daniel H. Orenstein Attorney-in-Fact

12/17/2008

**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) The sales reported on this Form 4 were made pursuant to a written trading plan adopted by the Reporting Person on January 7, 2008 in accordance with SEC Rule 10b5-1.

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.