Park Ed Form 3 July 08, 2010

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

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 ATHENAHEALTH INC [ATHN] Park Ed (Month/Day/Year) 07/01/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 311 ARSENAL STREET (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 WATERTOWN, MAÂ 02472 (give title below) (specify below) Form filed by More than One EVP and COO Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock  $27,650 \frac{(1)}{2}$ 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)	Securities U	3. Title and Amount of Securities Underlying Derivative Security		5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Derivative	(Instr. 5)
	Data Evansiashla Evaination	Title	Amount or	Derivative	Security:	
	Date Exercisable Expiration	Title		Security	Direct (D)	
	Date		Number of		or Indirect	

#### Edgar Filing: Park Ed - Form 3

				Shares		(I) (Instr. 5)	
Stock Option (Right to Buy)	02/28/2006(2)	02/28/2016	Common Stock	500	\$ 5.26	D	Â
Stock Option (Right to Buy)	03/15/2007(3)	03/15/2017	Common Stock	7,500	\$ 7.39	D	Â
Stock Option (Right to Buy)	01/07/2009(4)	03/03/2018	Common Stock	20,000	\$ 32.72	D	Â
Stock Option (Right to Buy)	01/05/2010(5)	03/02/2019	Common Stock	15,000	\$ 25.67	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Park Ed 311 ARSENAL STREET WATERTOWN, MA 02472	Â	Â	EVP and COO	Â		

## **Signatures**

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

07/08/2010

\*\*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).
- 10,000 of these shares represent restricted stock units issued pursuant to the Issuer's 2007 Stock Option and Incentive Plan. Subject to (1) Reporting Person's continued employment with Issuer, the restricted stock units vest in four equal annual installments beginning on
- February 15, 2011, until fully vested on February 15, 2014.
- (2) The Reporting Person was originally granted an option to purchase 2,000 shares and has to date exercised that option to purchase 1,500 of those shares. The remaining 500 shares are fully vested and exercisable.
- (3) 100% of this option was exercisable on March 15, 2007, and 25% of the award vested as of January 1, 2008, with the remainder vesting annually at the rate of 25% per year.
- Subject to the Reporting Person's continued employment with the Issuer, the option vests and becomes exercisable in four equal annual installments beginning on January 7, 2009, until fully vested and exercisable on January 7, 2012.
- Subject to the Reporting Person's continued employment with the Issuer, the option vests and becomes exercisable in four equal annual installments beginning on January 5, 2010, until fully vested and exercisable on January 5, 2013.

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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