

EMAGEON INC
Form 4
February 16, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer 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 *
SOUTHEASTERN TECHNOLOGY FUND LP

(Last) (First) (Middle)

207 EAST SIDE SQUARE

(Street)

HUNTSVILLE, AL 35801

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMAGEON INC [EMAG]

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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)
Common Stock	02/14/2005		C	V	145,814 A <u>(1)</u>	145,814	D
Common Stock	02/14/2005		C		2,916,335 A <u>(1)</u>	2,916,335	I

See Footnotes (2) (6) (7) (8)

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

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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
Preferred Stock Series B	(1)	02/14/2005		C	887,193	(9) (9)	Common Stock 141,76
Preferred Stock Series B	(1)	02/14/2005		C	8,771,930	(9) (9)	Common Stock 1,417,6
Preferred Stock Series C	(1)	02/14/2005		C	11,695,906	(9) (9)	Common Stock 1,417,6
Preferred Stock Series E	(1)	02/14/2005		C	33,404	(9) (9)	Common Stock 4,048
Preferred Stock Series E	(1)	02/14/2005		C	668,352	(9) (9)	Common Stock 81,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOUTHEASTERN TECHNOLOGY FUND LP 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		
Southeastern Capital Co. II, L.L.C. 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		
Southeastern Capital Co., L.L.C. 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		
Southeastern Management Co., L.L.C. 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801				See Footnotes 7 and 8
STF PARTNERS II LP 207 EAST SIDE SQUARE		X		

HUNTSVILLE, AL 35801

STF PARTNERS QP II L P
207 EAST SIDE SQUARE
HUNTSVILLE, AL 35801

X

STF INSTITUTIONAL PARTNERSHIP II L P
207 EAST SIDE SQUARE
HUNTSVILLE, AL 35801

X

Signatures

Southeastern Technology Fund, LP By: Southeastern Capital Co., LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

Southeastern Capital Co. II, LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

Southeastern Capital Co., LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

Southeastern Management Co., LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

STF Partners II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

STF Partners QP II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__Signature of Reporting Person Date

STF Institutional Partners II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chirs H. Horgen, Senior Managing Partner 02/16/2005

__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) Upon the closing of the Issuer's public offering, the Preferred Stock Series B converted on a 0.1616:1 basis, the Preferred Stock Series C converted on a 0.1212:1 basis, and the Preferred Stock Series E converted on a 0.1212:1 basis.

(2) Common Stock: STF Partners II, LP ("STFP") beneficially owns 696,073 shares; STF Partners QP II, LP ("STFQP") beneficially owns 343,382 shares, and STF Institutional Partners II, LP ("STFIP") beneficially owns 1,876,880 shares.

(3) Preferred Stock Series B: STFP beneficially owns 2,093,694 shares; STFQP beneficially owns 1,032,846 shares; and STFIP beneficially owns 5,645,390 shares.

(4) Preferred Stock Series C: STFP beneficially owns 2,791,592 shares; STFQP beneficially owns 1,377,128 shares; and STFIP beneficially owns 7,527,186 shares.

(5) Preferred Stock Series E: STFP beneficially owns 159,523 shares; STFQP beneficially owns 78,695 shares; and STFIP beneficially owns 430,134 shares.

(6) Southeastern Capital Co., LLC ("SCC") is the general partner of Southeastern Technology Fund, LP ("SETF"), and owns a 1% equity and voting interest in SETF. Southeastern Capital Co. II, LP ("SCCII") is the general partner of STFIP, STFP, and STFQP, and owns a 0.9900% equity and voting interest in each of STFP, STFIP, and STFQP.

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- (7) Southeastern Management Co., LLC ("SMC") provides investment advisory and administrative services to SETF, STFP, STFIP, STFQP, SCC and SCCII.

- SCC and SCCII, as the general partners of SETF; STFP; STFIP; and STFQP, and SMC, as the investment advisor for SETF; STFP; STFIP; STFQP; SCC; and SCCII, may each be deemed to hold voting and investment power for the shares held by the foregoing funds.
- (8) SCC, SCCII and SMC disclaim beneficial ownership of all such shares held by the foregoing funds, except to the extent of their proportionate pecuniary interests therein.

- (9) These shares were immediately exercisable. They had no expiration date.

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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