

ATHENAHEALTH INC  
Form 4  
August 13, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Park Todd Y.

(Last) (First) (Middle)

C/O ATHENAHEALTH, INC., 311  
ARSENAL STREET

(Street)

WATERTOWN, MA 02472

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ATHENAHEALTH INC [ATHN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/12/2008

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/12/2008		M		55,000	A	\$ 0.62
Common Stock	08/12/2008		M		16,250	A	\$ 0.62
Common Stock	08/12/2008		S		71,250	D	\$ 32.9452 (1)
Common Stock	08/13/2008		M		33,750	A	\$ 0.62
Common Stock	08/13/2008		M		50,000	A	\$ 0.62

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Common Stock	08/13/2008	M	7,500	A	\$ 3.5	998,600	D
Common Stock	08/13/2008	M	15,000	A	\$ 5.26	1,013,600	D
Common Stock	08/13/2008	M	8,750	A	\$ 7.39	1,022,350	D
Common Stock	08/13/2008	S	113,100	D	\$ 32.7999 (2)	909,250	D
Common Stock	08/13/2008	S	1,900	D	\$ 32.1753 (3)	907,350	D

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

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(9-02)

**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 or Number of Shares
Stock Option (Right to Buy)	\$ 0.62	08/12/2008		M	55,000	03/18/2001	03/18/2011	Common Stock	55,000
Stock Option (Right to Buy)	\$ 0.62	08/12/2008		M	16,250	08/01/2003	08/01/2013	Common Stock	16,250
Stock Option (Right to Buy)	\$ 0.62	08/13/2008		M	33,750	08/01/2003	08/01/2013	Common Stock	33,750
Stock Option	\$ 0.62	08/13/2008		M	50,000	02/06/2004	02/06/2014	Common Stock	50,000

