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SURGICARE INC/DE  
Form 8-K  
February 02, 2004

SECURITIES AND UNITED STATES  
EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): January 29, 2004

SURGICARE, INC.

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

DELAWARE	001-16587	58-1597246
_____ (State or other jurisdiction of incorporation)	_____ (Commission File Number)	_____ (I.R.S. Employer Identification No.)

12727 Kimberley Lane, Suite 200  
Houston, Texas 77024

\_\_\_\_\_  
(Address of principal executive offices, including zip code)

(713) 973-6675

\_\_\_\_\_  
(Registrant's telephone number, including area code)

N/A

(Former name or former address, if change since last report)

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On January 29, 2004, SurgiCare, Inc. (the "Company") converted all of its Series A Redeemable Preferred Stock with the rights and preferences set forth in the Certificate of Designation, Powers, Preferences, and Rights filed with the Secretary of State of Delaware on September 12, 2001 (the "Preferred Stock") to common stock of the Company. This conversion was approved by the majority vote of the Preferred Stock shareholders in a written consent effective as of October 20, 2003, which granted the Company the right to convert the Preferred Stock and in which the shareholders disclaimed any past or possible future rights regarding the Preferred Stock, including but not limited to the liquidation preference upon the liquidation, dissolution or winding upon of the Company,

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pursuant to the aforementioned Certificate of Designation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SURGICARE, INC.

By: /s/ KEITH G. LEBLANC

\_\_\_\_\_  
Name: Keith G. LeBlanc  
Title: Chief Executive Officer

Dated: January 29, 2004