

EMAGEON INC
Form 4
August 18, 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)
08/15/2005

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/15/2005		J ⁽¹⁾		36,426	D	Ⓛ
Common Stock	08/15/2005		J ⁽²⁾⁽³⁾⁽⁴⁾		729,042	D	⁽²⁾ ⁽³⁾ ⁽⁴⁾
Common Stock	08/15/2005		J ⁽⁵⁾		364	A	⁽⁵⁾
Common Stock	08/15/2005		J ⁽⁶⁾		7,218	A	⁽⁶⁾

See Footnotes (2) (3) (4) (5) (6) (7) (8)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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 6, 7, and 8
STF PARTNERS II LP 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		
STF PARTNERS QP II L P 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		
		X		

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

Signatures

Southeastern Technology Fund, LP By: Southeastern Capital Co., LLC By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
Southeastern Capital Co. II, LLC By: By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
Southeastern Capital Co. LLC By: By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
Southeastern Management Co., LLC By: By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
STF Partners II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
STF Partners QP II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__Signature of Reporting Person	Date
STF Institutional Partners II, LP By: Southeastern Capital Co. II, LLC By: /s/ Chris H. Horgen, Senior Managing Partner	08/17/2005
__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) Southeastern Technology Fund, L.P. ("SETF") owned 145,814 shares of Common Stock. There are 74 limited partners of SETF. On August 15, 2005, SETF made a pro rata distribution of 36,426 shares of Common Stock to its 74 limited partners, and its general partner.
 - (2) STF Partners II, L.P. ("STFP") owned 696,073 shares of Common Stock. There are 67 limited partners of STFP. On August 15, 2005, STFP made a pro rata distribution of 174,003 shares of Common Stock to its 67 limited partners, and its general partner.
 - (3) STF Partners QP II, L.P. ("STFQP") owned 343,380 shares of Common Stock. There are 29 limited partners of STFQP. On August 15, 2005, STFQP made a pro rata distribution of 85,834 shares of Common Stock to its 29 limited partners, and its general partner.
 - (4) STF Institutional Partners II, L.P. ("STFIP") owned 1,876,877 shares of Common Stock. There are 55 limited partners of STFIP. On August 15, 2005, STFIP made a pro rata distribution of 469,205 shares of Common Stock to its 55 limited partners, and its general partner.
 - (5) Southeastern Capital Co., LLC ("SCC") is the general partner of SETF and owns a 1% equity and voting interest in SETF. SCC received 364 shares of Common Stock as part of the pro rata distribution of Common Stock to the partners of SETF.
 - (6) 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. SCCII received 7,218 shares of Common Stock as part of the pro rata distribution of Common Stock to the partners of STFIP, STFP, and STFQP.
 - (7) Southeastern Management Co., LLC ("SMC") provides investment advisory and administrative services to SETF, STFP, STFIP, STFQP, SCC and SCCII.
 - (8) 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. SCC, SCCII and SMC disclaim beneficial ownership of all such shares held by the foregoing funds, except to the extent of their

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proportionate pecuniary interests therein.

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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