### Edgar Filing: Park Todd Y. - Form 4

Park Todd Y Form 4										
January 23, 1	2009									
FORM	14					OMB AF	PROVAL			
	UNITED STAT	ES SECURITIES A Washington			GE COMMISSION	OMB Number:	3235-0287			
Check this box if no longer of a TENATENCE OF CHANGES IN DENERGIAL ON AN EDGINE						Expires:	January 31, 2005			
subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OI SECURITIES						Estimated average burden hours per				
Form 4 or						response	rs per 0.5			
Form 5 obligatio	<b>n</b> o <b>1</b>	o Section 16(a) of the Public Utility Hol			hange Act of 1934, Act of 1935 or Section	2				
may con <i>See</i> Instr	unue. 200	h) of the Investment	•	<b>•</b>		1				
1(b).										
(Print or Type	Responses)									
1. Name and A	Address of Reporting Person 2	2. Issuer Name and	<b>d</b> Ticker or '	Trading	5. Relationship of	Reporting Pers	son(s) to			
Park Todd	Y.	Symbol			Issuer	Issuer				
(Last)	(First) (Middle)	ATHENAHEAL 3. Date of Earliest T		[A I HIN	(Check	(Check all applicable)				
(Last)	(I'list) (Middle)	(Month/Day/Year)	ransaction		X Director					
C/O ATHE ARSENAL	NAHEALTH, INC., 31 STREET	01/21/2009			Officer (give below)	Officer (give titleOther (specify below) below)				
	4. If Amendment, D	-			6. Individual or Joint/Group Filing(Check					
		Filed(Month/Day/Yea	ır)		Applicable Line) _X_ Form filed by C					
WATERTO	OWN, MA 02472				Form filed by M Person	Iore than One Re	porting			
(City)	(State) (Zip)	Table I - Non-l	Derivative S	Securitie	es Acquired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security	2. Transaction Date 2A. D (Month/Day/Year) Execu		4. Securit ion(A) or Dis			6. Ownership Form: Direct				
(Instr. 3)	any	Code	(Instr. 3, 4	-	Beneficially	(D) or	Beneficial			
	h/Day/Year) (Instr. 8)			Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)				
				(A)	Reported Transaction(s)					
		Code V	Amount	or (D) l	Price (Instr. 3 and 4)					
Common Stock	01/21/2009	S	100 (1)	$D = \frac{\$}{30}$	6.07 878,500	D				
Common Stock	01/21/2009	S	100 (1)	D $\frac{\$}{3}$	5.35 878,400	D				
Common Stock	01/21/2009	S	100 (1)	D \$	35 878,300	D				
Common Stock	01/21/2009	S	200 (1)	D $\frac{\$}{34}$	4.91 878,100	D				
Common Stock	01/21/2009	S	100 (1)	D $\frac{\$}{34}$	4.79 878,000	D				

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Common Stock	01/21/2009	S	100 <u>(1)</u> D	\$ 34.7 877,900	D
Common Stock	01/21/2009	S	100 <u>(1)</u> D	\$ 34.55 877,800	D
Common Stock	01/21/2009	S	100 <u>(1)</u> D	\$ 34.9 877,700	D
Common Stock	01/21/2009	S	100 <u>(1)</u> D	\$ 35.03 877,600	D
Common Stock	01/21/2009	S	150 <u>(1)</u> D		D
Common Stock	01/21/2009	S	100 <u>(1)</u> D	\$ 34.87 877,350	D

Reminder: Report on a separate line for each class of securities beneficially 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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
Derivative				Securities			(Instr.	. 3 and 4)		Owne
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)DerivativeVersion	Conversion(Month/Day/Year)Execution Date, ifTransactionor ExerciseanyCodePrice of(Month/Day/Year)(Instr. 8)Derivative	Conversion (Month/Day/Year) Execution Date, if any Code of Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code of (Month/Day/ Price of Obrivative Securities Security (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date of (D) and (C) and (	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Amou Under Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amou Under Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amou Under Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (InstrAmou Under Securities Securities Acquired (Instr. 3, 4, and 5)	Conversion or Exercise Price of Derivative Security       (Month/Day/Year)       Execution Date, if any       TransactionNumber Code of (Month/Day/Year)       Expiration Date (Month/Day/Year)       Amount of Underlying Securities (Instr. 8)         Security       Securities       Securities       Securities       Instr. 8)       Derivative Securities       <	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber of of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 5)Derivative Securities (Month/Day/Year)Derivative Securities (Instr. 6)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying (Instr. 5)Derivative Securities (Instr. 6)Derivative Securities (Instr. 6)Derivative Securities (Instr. 6)Derivative Securities (Instr. 6) </td

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
Park Todd Y.						
C/O ATHENAHEALTH, INC.	Х					

C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472

# Signatures

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

01/23/2009

<u>\*\*</u>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) The sales reported on this Form 4 were made pursuant to a written trading plan adopted by the Reporting Person on January 7, 2008 in accordance with SEC Rule 10b5-1.

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.