

RADIOLOGIX INC

Form 4

June 01, 2006

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 *
 Marquardt Kent S

(Last) (First) (Middle)

 3600 JPMORGAN CHASE
 TOWER, 2200 ROSS AVENUE

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

 2. Issuer Name and Ticker or Trading Symbol
 RADIOLOGIX INC [RGX]

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

06/01/2006

 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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount		
				Code V	Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Restricted Stock Unit (Right to Buy)	\$ 2.39	06/01/2006			A		18,828		06/01/2006 ⁽¹⁾	⁽¹⁾	Common Stock, par value \$.0001	18,828

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Marquardt Kent S 3600 JPMORGAN CHASE TOWER 2200 ROSS AVENUE DALLAS, TX 75201	X			

Signatures

/s/ Kent S.
Marquardt

06/01/2006

^{**}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 derivative securities included in the table are restricted stock units (RSUs) that are granted to independent directors automatically each year under the Radiologix, Inc. 2004 Long-Term Incentive Compensation Plan (LTICP). RSUs are scheduled to vest in full on the one year anniversary of the grant date, but at that time they will convert automatically into deferred stock units (DSUs). They will remain deferred until one year after the reporting person's retirement, resignation, or termination from Board service, or a change in control of Radiologix, as defined in the 2004 LTICP. DSUs do not have an expiration date. Unvested RSUs are subject to forfeiture if the reporting person ceases to serve on the Board of Directors at any time during the year following the grant 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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