

CARRIAGE SERVICES INC  
Form 10-Q/A  
April 05, 2013

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

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FORM 10-Q/A

(Amendment No. 1)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE  
ACT OF 1934

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For the quarterly period ended September 30, 2012

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE  
ACT OF 1934

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For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 1-11961

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CARRIAGE SERVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of

incorporation or organization)

3040 Post Oak Blvd., Suite 300, Houston, Texas

(Address of principal executive offices)

Registrant's telephone number, including area code: (713) 332-8400

Securities registered pursuant to Section 12(b) of the Act:

(Title of each class)

Common Stock, \$.01 Par Value

Securities registered pursuant to Section 12(g) of the Act:

None

76-0423828

(I.R.S. Employer

Identification No.)

77056

(Zip Code)

(Name of each exchange on which registered)

New York Stock Exchange

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ý No ..  
Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T

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(§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of “large accelerator filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer

Non-Accelerated filer  (Do not check if a smaller reporting company) Smaller Reporting Company

Indicate by check mark whether the registrant is a shell company as defined in Rule 12b-2 of the Securities Exchange Act of 1934. Yes  No

The number of shares of the registrant’s Common Stock, \$.01 par value per share, outstanding as of April 1, 2013 was 18,152,013.

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EXPLANATORY NOTE

This Amendment No. 1 on Form 10-Q (this “Amendment”) amends our Quarterly Report on Form 10-Q (“Form 10-Q”) for the quarterly period ended September 30, 2012, filed with the Securities and Exchange Commission on November 7, 2012, and is being filed solely to amend Exhibits 31.2 and Exhibit 32 to provide the correct signatory as required by Rules 13a-14(a) and 15d-14(a) of the Securities Exchange Act of 1934, as amended.

No other changes have been made to the Form 10-Q. This Amendment does not reflect any subsequent events occurring after original filing date of the Form 10-Q or modify or update in any way disclosures made in the original filing of the Form 10-K.

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PART II

ITEM 6. EXHIBITS.

The following documents are filed as a part of this Amendment:

| Exhibit No. | Description                                                                                                                                                                            |
|-------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 31.1        | Certification of Periodic Financial Reports by Melvin C. Payne in satisfaction of Section 302 of the Sarbanes-Oxley Act of 2002.                                                       |
| 31.2        | Certification of Periodic Financial Reports by L. William Heiligbrodt in satisfaction of Section 302 of the Sarbanes-Oxley Act of 2002.                                                |
| 32          | Certification of Periodic Financial Reports by Melvin C. Payne and L. William Heiligbrodt in satisfaction of Section 906 of the Sarbanes-Oxley Act of 2002 and 18 U.S.C. Section 1350. |

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on April 5, 2013.

CARRIAGE SERVICES, INC.

By: /s/ Melvin C. Payne  
Melvin C. Payne  
Chairman of the Board and Chief Executive Officer

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EXHIBIT INDEX

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| 31.2        | Certification of Periodic Financial Reports by L. William Heiligbrodt in satisfaction of Section 302 of the Sarbanes-Oxley Act of 2002.                                                |
| 32          | Certification of Periodic Financial Reports by Melvin C. Payne and L. William Heiligbrodt in satisfaction of Section 906 of the Sarbanes-Oxley Act of 2002 and 18 U.S.C. Section 1350. |