

CSI MINNESOTA, INC.

Form 3/A

March 11, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *^ Whitebox Hedged High Yield
Partners, L.P.

(Last) (First) (Middle)

3033 EXCELSIOR
BOULEVARD, SUITE 300

(Street)

MINNEAPOLIS, ^ MN ^ 55416

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
12/31/20083. Issuer Name **and** Ticker or Trading Symbol
CSI MINNESOTA, INC. [CSII]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☐ Officer ☒ Other
(give title below) (specify below)
Less than 10% Owner5. If Amendment, Date Original
Filed(Month/Day/Year)
12/31/20086. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

		Shares		or Indirect (I) (Instr. 5)			
Series B Convertible Stock (1) (2)	Â (3)	Â (3)	Common Stock	948,724	\$ (3)	D (2)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Whitebox Hedged High Yield Partners, L.P. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416	Â	Â	Â	Less than 10% Owner

Signatures

/s/ Jonathan D. Wood, Chief Operating Officer, on behalf of Whitebox Advisors, LLC,
Managing Member of Whitebox Hedged High Yield Advisors, LLC, General Partner of
Whitebox Hedged High Yield Partners, L.P.

03/10/2009

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 original Form 3 Filed by the reporting persons on 12/31/08 was filed in error and is being withdrawn by this amendment. The holdings of Series B Convertible Stock reported in the original Form 3 did not then and do not now represent beneficial ownership of more than 10% of the Issuer's outstanding common stock. The reporting persons have therefore not been at any time subject to Section 16 of the Securities Exchange Act with respect to their holdings of the Issuer's securities.

(2) 939,517 shares of the Series B Convertible B Stock are owned directly by Whitebox Hedged High Yield Partners, L.P. ("WHHYP"). Whitebox Hedged High Yield Advisors, LLC ("WHHYA") is the general partner of WHHYP, and Whitebox Advisors, LLC ("WA") is the managing member and controlling owner of WHHYA. WA, WHHYA and WHHYP each disclaim beneficial ownership of the shares of Common Stock reported herein except to the extent of such person's pecuniary interests in such shares.

(3) Each share of Series B Convertible Preferred Stock is convertible at any time at the holder's election into 1.0098 shares of Common Stock and has no expiration date.

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.