EMAGEON INC Form 3 February 08, 2005

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

OMB APPROVAL

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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 *

GOAD FRED C JR

(Last)

1200 CORPORATE

DRIVE, Â SUITE 200

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

02/08/2005

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

EMAGEON INC [EMAG]

4. Relationship of Reporting

Filed(Month/Day/Year)

Person(s) to Issuer

(Check all applicable)

10% Owner _X__ Director Officer Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

5. If Amendment, Date Original

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

BIRMINGHAM, ALÂ 35242

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (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)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title

Amount or Security Number of Shares

Security: Direct (D) or Indirect

(I)

(Instr. 5)

Employee Stock Option (right to buy) 02/04/2005 12/01/2014 Common Stock 2,909 \$ 5.52 D Â

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

GOAD FRED C JR
1200 CORPORATE DRIVE
SUITE 200
BIRMINGHAM, ALÂ 35242

Signatures

/s/ Pamela B. Fetterolf, Attorney in Fact for Fred C. Goad, Jr. 02/08/2005

**Signature of Reporting Person

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).

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.

Date

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