

QUADRAMED CORP  
Form 3/A  
January 31, 2007

**FORM 3 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â KNOTT DAVID M		(Month/Day/Year)	QUADRAMED CORP [QD]	
(Last)	(First)	(Middle)	12/01/2005	
485 UNDERHILL BLVD,Â STE 205			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
SYOSSET,Â NYÂ 11791-3419			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	12/09/2005	
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
Common Stock, \$0.01 par value per share	1,488,400	I	By Knott Partners, L.P. <u>(1)</u> <u>(3)</u>
Common Stock, \$0.01 par value per share	764,000	I	By Shoshone Partners, L.P. <u>(1)</u> <u>(3)</u>
Common Stock, \$0.01 par value per share	1,823,161	I	By Knott Partners Offshore Master Fund, L.P. <u>(1)</u> <u>(3)</u> <u>(4)</u>
Common Stock, \$0.01 par value per share	285,110	I	By Managed Accounts <u>(2)</u> <u>(3)</u>

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)**

