

NOVAMED INC
Form 10-Q/A
April 05, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

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

For the quarterly period ended September 30, 2010

OR

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

For the transition period from to

COMMISSION FILE NUMBER: 0-26625

NOVAMED, INC.

(Exact name of registrant as specified in its charter)

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Delaware
(State or other jurisdiction of
incorporation or organization)

36-4116193
(I.R.S. Employer Identification No.)

333 W. Wacker, Suite 1010, Chicago, Illinois 60606

(Address of principal executive offices)

Registrant's telephone, including area code: **(312) 664-4100**

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 and 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 ☒ 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 (§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 definition of "large accelerated 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 ☐

Smaller reporting company ☐

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

As of November 3, 2010, there were outstanding 7,957,731 shares of the registrant's common stock, par value \$.01 per share.

Explanatory Note

This Quarterly Report on Form 10-Q/A (Amendment No. 1) (the "Amendment") is being filed by NovaMed, Inc. (the "Company") to amend the Company's Quarterly Report on Form 10-Q for the nine months ended September 30, 2010. Part II, Item 6 is being amended to re-file Exhibit 10.9 as a result of the Company's amended request for confidential treatment and to re-file certain other exhibits required as a result of the Amendment.

PART II. OTHER INFORMATION

Item 6. Exhibits

- | | |
|---------|---|
| 4.6* | Instrument of Resignation, Appointment and Acceptance dated September 18, 2008 pursuant to which U.S. Bank National Association replaced LaSalle Bank National Association as Trustee under the Indenture (Filed as Exhibit 4.6 to the Registrant's Form 10-Q filed November 9, 2010) |
| 10.9(A) | Seventh Amended and Restated Credit Agreement dated as of August 31, 2009 |
| 31.1 | Certification by the CEO pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 |
| 31.2 | Certification by the CFO pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 |

* Incorporated by reference.

(A) Confidential treatment requested for certain portions of this Exhibit pursuant to Rule 24b-2 under the Securities Exchange Act of 1934, as amended, which portions are omitted and filed separately with the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements 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.

NOVAMED, INC.

/s/ Scott T. Macomber
Scott T. Macomber
Executive Vice President and
Chief Financial Officer
(on behalf of Registrant and as principal financial officer)

April 5, 2011
Date

/s/ John P. Hart
John P. Hart
Vice President, Corporate Controller
(as principal accounting officer)

April 5, 2011
Date