

NOVAMED INC
Form 4
March 13, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
KIRK SCOTT H MD

(Last) (First) (Middle)

**C/O KIRK EYE CENTER, 7427
LAKE STREET**

(Street)

RIVER FOREST, IL 60305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NOVAMED INC [NOVA]

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. 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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------------------------|---|--|-----------------------------------|
| | | | | Code | V Amount or Price (A) or (D) | | | |
| Common Stock | 03/09/2006 | | S | 66 | D \$ 6.99 | 0 | D | |
| Common Stock | 03/09/2006 | | S | 13,399 | D \$ 7 | 0 | D | |
| Common Stock | 03/09/2006 | | S | 100 | D \$ 7.01 | 0 | D | |
| Common Stock | 03/09/2006 | | S | 3,800 | D \$ 7.08 | 0 | D | |
| Common Stock | 03/09/2006 | | S | 200 | D \$ 7.28 | 0 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|---------|-----------|---|------------------|
| Common Stock | 03/09/2006 | S | 1,135 | D | \$ 7.29 | 0 | D | |
| Common Stock | | | | | | 66,497 | D | |
| Common Stock | | | | | | 2,338,977 | I | See Footnote (1) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 0.83 | | | | | (2) 05/23/2012 | Common Stock | 100,000 | |
| Stock Option (right to buy) | \$ 4.45 | | | | | (3) 03/16/2014 | Common Stock | 25,000 | |
| Stock Option (right to buy) | \$ 5.96 | | | | | (4) 06/16/2015 | Common Stock | 15,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KIRK SCOTT H MD
C/O KIRK EYE CENTER
7427 LAKE STREET
RIVER FOREST, IL 60305

X

Signatures

/s/ Scott H.
Kirk, MD

03/13/2006

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) Represents shares of common stock held by Kirk Family Limited Partnership, a Reporting Person (the "L.P."). Kirk Eye Center, S.C., an entity of which Dr. Kirk is a shareholder, is the general partner of the L.P.
- (2) Subject to certain restrictions, 12,500 of these options vested on 11/23/02 with the remainder vesting 2,083 per month starting on 12/23/02.
- (3) Subject to certain restrictions, 3,125 of these options vested on 9/16/04 with the remainder vesting 520 per month starting on 10/16/04.
- (4) Subject to certain restrictions, 1,875 of these options vested on 12/17/05, with the remainder vesting 312 per month starting on 1/17/06.

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.