

ENTERPRISE FINANCIAL SERVICES CORP
Form SC 13D/A
February 09, 2009

**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Enterprise Financial Services Corp
(Name of Issuer)

Common Stock
(Title of Class of Securities)

293712 10 5
(CUSIP Number)

Charles E. H. Luedde, Esq
Greensfelder, Hemker & Gale, P.C.
10 South Broadway, St. Louis, Missouri 63102
314-241-9090

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

February 6, 2009

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), (f) or (g), check the following box [].

NOTE. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))
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Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (entities
1 only)

Kevin C. Eichner

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

c

(b) c

3 SEC Use Only

4 Source of Funds (See Instructions)

OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

c

6 Citizenship or Place of Organization

United States

Number of 7 Sole Voting Power

Shares **289,217**

Beneficially 8 Shared Voting Power

Owned by **0**

Each 9 Sole Dispositive Power

Reporting **289,217**

10 Shared Dispositive Power

Person With

0

11 Aggregate Amount Beneficially Owned by Each Reporting Person

289,217

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

c

13 Percent of Class Represented by Amount in Row (11)

2.3%

14 Type of Reporting Person (See Instructions)

IN

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Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons (entities only)

1

Meramec Enterprise Holdings, LLC

Fed.Tax ID # 55-0797723

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

c

(b) c

3 SEC Use Only

4 Source of Funds (See Instructions)

OO

- 5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) c
- 6 Citizenship or Place of Organization
- Missouri**
- Number of 7 Sole Voting Power
Shares **0**
- Beneficially 8 Shared Voting Power
Owned by **0**
- Each 9 Sole Dispositive Power
Reporting **0**
- 10 Shared Dispositive Power
Person With **0**
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
0
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) c
- 13 Percent of Class Represented by Amount in Row (11)
0.0%
- 14 Type of Reporting Person (See Instructions)
00

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AMENDMENT NO. 1 to SCHEDULE 13D

This Amendment reflects the liquidation and dissolution of Meramec Enterprise Holdings LLC effective on February 6, 2009, and the distribution of its assets (consisting primarily of shares of the common stock of Enterprise Financial Services Corp [] hereafter []EFSC[]) to its Members in kind in accordance with its Operating Agreement as amended.

An aggregate of 208,030 shares of EFSC were distributed to Kevin C. Eichner, the Managing Member of Meramec Enterprise Holdings LLC. Mr. Eichner is a director of EFSC and is the former President and Chief Executive Officer of EFSC.

Immediately following the distribution and receipt of the EFSC shares from Meramec Enterprise Holdings LLC, Mr. Eichner sold an aggregate of 165,385 shares of EFSC common stock in a private transaction.

As a result of the reduction in the total number of shares of EFSC beneficially owned by Mr. Eichner following the liquidation and distribution of Meramec Enterprise Holdings[] assets, the sale of shares as reported above and also owing to an increase in the number of shares of EFSC Common Stock outstanding, Mr. Eichner is no longer the direct or indirect holder of 5% or more of the outstanding Common Stock of EFSC and his obligations to file further amendments or reports under Section 13(d) of the Securities Exchange Act of 1934, as amended, with respect to EFSC is terminated unless at some future date his holdings again exceed the reporting threshold under

Section 13(d) individually or as a member of a group.

ITEM 5. Interest in Securities of the Issuer.

(a) As of the date hereof, Mr. Eichner reports beneficial ownership of 289,217 shares of common stock of EFSC as determined under Rule 13d-3 as follows:

Shares Held in Name of	Relationship to Reporting Person	Number of Shares	Percentage of Outstanding Securities
Kevin C. Eichner (*)	Reporting Person	289,217	2.3%

(*) Includes shares held individually or in a revocable trust.

The percentage figures used in this Amendment are based on the 12,726,975 shares of common stock of EFSC currently reported as outstanding.

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Signatures

After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 6, 2008

Meramec Enterprise Holdings, LLC

/s/ Kevin C. Eichner
By: Kevin C. Eichner, Manager

/s/ Kevin C. Eichner
Kevin C. Eichner