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CARDIOGENESIS CORP /CA

Form 10-Q/A

August 16, 2001

1

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U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

AMENDMENT NO. 1  
TO  
FORM 10-Q

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

FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2001

Commission file number 0-28288

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CARDIOGENESIS CORPORATION  
(Exact name of Registrant as specified in its charter)

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CALIFORNIA  
-----  
(State of incorporation)

77-0223740  
-----  
(I.R.S. Employer  
Identification Number)

26632 TOWNE CENTRE DRIVE, SUITE 320  
FOOTHILL RANCH, CA 92610  
(Address of principal executive offices)

(714) 649-5000  
(Registrant's telephone number, including area code)

ECLIPSE SURGICAL TECHNOLOGIES, INC.  
1049 KIEL COURT, SUNNYVALE, CA 94089  
(Registrant's Former Name and Former Address)

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 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 [X] No [ ]

Indicate the number of shares outstanding of each of the issuer's classes of common stock outstanding as of the latest practicable date.

34,209,065 shares of Common Stock, no par value  
As of July 31, 2001

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2

EXPLANATORY NOTE

This Amendment No. 1 on Form 10-Q/A amends and restates Part II, Item 6 of CardioGenesis Corporation's Quarterly Report on Form 10-Q for its fiscal quarter ended June 30, 2001 filed with the Securities and Exchange Commission on August 14, 2001. This Amendment is necessary in order to add as Exhibit 10.1 CardioGenesis' Property Lease for its Foothill Ranch facility entered into May 7, 2001 between CardioGenesis Corporation and Foothill Operon I, LLC.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

- a) Exhibits required to be filed by Item 601 of Regulation S-K:

EXHIBIT NUMBER -----	DESCRIPTION -----
3.1	Amended and Restated Bylaws of CardioGenesis Corporation adopted as of April 11, 2001 herein incorporated by reference from CardioGenesis' Form 8-K filed on April 23, 2001.
3.2	Certificate of Amendment to Articles of Incorporation of CardioGenesis Corporation filed with the Secretary of State of California on June 18, 2001.
10.1	Property Lease for Foothill Ranch facility entered into May 7, 2001 between CardioGenesis Corporation (formerly known as Eclipse Surgical Technologies, Inc.) and Foothill Operon I, LLC.

- b) Reports on Form 8-K

(i) A report on Form 8-K was filed on April 23, 2001, to report under Item 5, Other Events, CardioGenesis' sale of common stock to the State of Wisconsin Investment Board and amendment to CardioGenesis' Bylaws.

(ii) A report on Form 8-K was filed on June 20, 2001, to report under Item 5, Other Events, the change of CardioGenesis' name from its former name of Eclipse Surgical Technologies, Inc. (Nasdaq: ESTI) to CardioGenesis Corporation (Nasdaq: CGCP).

2

3

CARDIOGENESIS CORPORATION

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.

CARDIOGENESIS CORPORATION  
Registrant

Date: August 16, 2001

/s/ Michael J. Quinn

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Michael J. Quinn  
Chief Executive  
Officer, President  
and Chairman of the  
Board (Principal  
Executive Officer)

Date: August 16, 2001

/s/ J. Stephen Wilkins  
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J. Stephen Wilkins  
Vice President and  
Chief Financial  
Officer (Principal  
Accounting and  
Financial Officer)

3

4

EXHIBIT INDEX

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