

ATHENAHEALTH INC  
Form 3  
January 04, 2008

**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 Hueber Robert M		(Month/Day/Year)	ATHENAHEALTH INC [ATHN]	
(Last)	(First)	(Middle)	01/01/2008	
311 ARSENAL STREET		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
WATERTOWN,Â MAÂ 02472		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" 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
(City)	(State)	(Zip)	SVP, Sales	

**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	95,200	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

				Shares		(I) (Instr. 5)	
Stock Option (Right to Buy)	09/11/2002 <sup>(1)</sup>	09/11/2012	Common Stock	200,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	04/16/2003 <sup>(2)</sup>	04/16/2013	Common Stock	10,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	02/06/2004 <sup>(3)</sup>	02/06/2014	Common Stock	10,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	01/26/2005 <sup>(4)</sup>	01/26/2015	Common Stock	10,000	\$ 2.93	D	Â
Stock Option (Right to Buy)	01/26/2005 <sup>(5)</sup>	01/26/2015	Common Stock	25,000	\$ 2.93	D	Â
Stock Option (Right to Buy)	01/26/2005 <sup>(6)</sup>	01/26/2015	Common Stock	20,000	\$ 2.93	D	Â
Stock Option (Right to Buy)	04/27/2005 <sup>(7)</sup>	04/27/2015	Common Stock	5,000	\$ 3.5	D	Â
Stock Option (Right to Buy)	10/19/2005 <sup>(8)</sup>	10/19/2015	Common Stock	20,000	\$ 4.51	D	Â
Stock Option (Right to Buy)	02/28/2006 <sup>(9)</sup>	02/28/2016	Common Stock	5,000	\$ 5.26	D	Â
Stock Option (Right to Buy)	03/15/2007 <sup>(10)</sup>	03/15/2017	Common Stock	7,500	\$ 7.39	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hueber Robert M 311 ARSENAL STREET WATERTOWN, MA 02472	Â	Â	Â SVP, Sales	Â

## Signatures

/s/Christopher E. Nolin  
Attorney-in-Fact

01/04/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) 100% vested.
- (2) 100% vested.

- (3) 100% were exercisable on 2/6/04, 3/5 to vest in 36 equal monthly amounts (such vesting to occur each month on the monthly anniversary of the vesting start date 2/1/04) and 2/5 to vest thereafter in 12 equal monthly amounts (such vesting to occur each month on the month anniversary of the vesting start date) until fully vested on the fourth anniversary of the vesting start date.

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- (4) 100% of the options were exercisable on 1/26/05, 2.08% of the granted options will vest on each monthly anniversary of the vesting start date 3/31/04), rounded down to the nearest whole share until no further unvested shares remain subject to this option grant.
- (5) 100% of the options in this grant were exercisable on 1/26/05, 2.08% of the granted options will vest on each monthly anniversary of the vesting start date, 6/30/04, rounded down to the nearest whole share, until no further unvested shares remain subject to this option grant.
- (6) 100% of the options in this grant were exercisable on 1/26/05, 2.08% of the granted options will vest on each monthly anniversary of the vesting start date 8/1/04, rounded down to the nearest whole share until no further unvested shares remain subject to this option grant.
- (7) 100% of the options in this grant were exercisable on 4/27/05, 25% of the options vest yearly on the anniversary of the vesting start date of 1/9/05 until fully vested on the fourth anniversary.
- (8) 100% of the options in this grant are exercisable on 10/19/05, 2.08% of the granted options will vest on each monthly anniversary of the vesting start date 10/19/05, rounded down to the nearest whole share, until no further unvested shares remain subject to this option grant.
- (9) 100% of the options in this grant were exercisable on 2/28/06, 25% of the options vest yearly on the anniversary of the vesting start date of 1/9/06 until fully vested on the fourth anniversary.
- (10) 100% of the of the options in this grant were exercisable on 3/15/07, 25% of the options vest yearly on the anniversary of the vesting start date of 1/1/07 until fully vested on the fourth anniversary.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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