

Edgar Filing: JANA PARTNERS LLC - Form SC 13D/A

JANA PARTNERS LLC  
Form SC 13D/A  
November 10, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No.2)

RADIOLOGIX INCORPORATED

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(Name of Issuer)  
COMMON STOCK, PAR VALUE \$0.01 PER SHARE

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(Title of Class of Securities)  
75040K109

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(CUSIP Number)

Marc Weingarten, Esq.  
SCHULTE, ROTH & ZABEL LLP  
919 Third Avenue  
New York, New York 10022  
(212) 756-2000

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

November 10, 2004

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(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 that is the subject of this Schedule 13D, and is filing this schedule because of ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(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 ss.240.13d-7 for other parties to whom copies are to be sent.

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\* 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 disclosures provided in a prior cover page.

The information required on 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).

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1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

JANA PARTNERS LLC

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]

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3 SEC USE ONLY

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4 SOURCE OF FUNDS  
WC

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5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEM 2(d) OR 2(e) [ ]

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6 CITIZENSHIP OR PLACE OF ORGANIZATION  
DELAWARE

-----

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER -0-
	8	SHARED VOTING POWER -0-
	9	SOLE DISPOSITIVE POWER -0-
	10	SHARED DISPOSITIVE POWER -0-

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
-0-

-----

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES [ ]

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.00%

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14 TYPE OF REPORTING PERSON  
IA

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The following constitutes Amendment #2 to the Schedule 13D filed by the undersigned.

Item 5. Interest in Securities of the Issuer.  
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(a) On November 8, 2004, JANA Partners LLC sold all 1,872,200 Shares of the Issuer's Common Stock. As a result, as of the close of business on November 10, 2004, JANA Partners LLC beneficially owned -0- Shares of Common Stock and ceased to be a Reporting Person for purposes of Rule 13d-1.

(b) Not applicable.

(c) Schedule A annexed hereto lists all transactions in the Issuer's Common Stock in the last sixty days by the Reporting Person.

(d) Not applicable.

(e) As of November 8, 2004, the Reporting Person ceased to be a beneficial owner of more than five percent of Common Stock.

Item 7. Material to be Filed as Exhibits.  
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None.

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SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: November 10, 2004

JANA PARTNERS LLC

By: /s/ Barry S. Rosenstein  
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Barry S. Rosenstein

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Managing Partner

By: /s/ Gary Claar  
-----  
Gary Claar  
Managing Director

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SCHEDULE A

Transactions in the Shares During the Past 60 Days

Shares of Common Stock Purchased (Sold) -----	Price Per Share(\$) -----	Date of Purchase (Sale) -----
	JANA PARTNERS LLC -----	
1,872,200	3.50	11/10/04