

EMAGEON INC
Form SC TO-C
February 26, 2009

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

**FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): February 25, 2009
AMICAS, Inc.**

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Delaware | 000-25311 | 59-2248411 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 20 Guest Street, Boston, MA | 02135 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: 617-779-7878
Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On February 25, 2009 AMICAS, Inc. (AMICAS) issued a press release announcing its financial results for its fourth quarter ended December 31, 2008. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Form 8-K shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), and shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

ITEM 8.01 OTHER EVENTS

The press release furnished herewith includes information with regard to AMICAS agreement to acquire Emageon Inc., pursuant to the Agreement and Plan of Merger dated as of February 23, 2009.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

Exhibit 99.1 Press Release entitled AMICAS Reports Financial Results for the Fourth Fiscal Quarter Ended December 31, 2008, issued by AMICAS on February 25, 2009.

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SIGNATURE

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 hereunto duly authorized.

AMICAS, INC.

By: /s/ Kevin C. Burns

Name:

Kevin C. Burns

Title: Chief Financial Officer and Corporate
Secretary

Date: February 25, 2009

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EXHIBIT INDEX

Exhibit No. Description

Exhibit 99.1 Press Release entitled "AMICAS Reports Financial Results for the Fourth Fiscal Quarter Ended December 31, 2008," issued by AMICAS on February 25, 2009.