

FRIEDMAN JOHN H
Form 3/A
September 09, 2011

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 and Ticker or Trading Symbol | |
| Â FRIEDMAN JOHN H | | (Month/Day/Year) | Cardiovascular Systems Inc [CSII] | |
| (Last) | (First) | (Middle) | 02/25/2009 | |
| 651 CAMPUS DRIVE | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | (Check all applicable) | | |
| ST. PAUL, MN 55112 | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 02/25/2009 | |
| | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | |
| | | <input type="checkbox"/> Form filed by More than One Reporting Person | | |

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 | 398,679 | I | Easton Hunt Capital Partners, L.P. ⁽¹⁾ |
| Common Stock | 398,679 | I | Easton Capital Partners, LP ⁽¹⁾ |

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 | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Warrant (Right to Buy) | 07/19/2006 | 07/19/2011 | Common Stock | 56,611 | \$ 8.78 | I | Easton Hunt Capital Partners, L.P. ⁽²⁾ |
| Warrant (Right to Buy) | 09/12/2008 | 09/12/2013 | Common Stock | 107,833 | \$ 9.28 | I | Easton Hunt Capital Partners, L.P. ⁽²⁾ |
| Warrant (Right to Buy) | 02/25/2009 | 02/24/2014 | Common Stock | 151,617 | \$ 8.83 | I | Easton Hunt Capital Partners, L.P. ⁽²⁾ |
| Warrant (Right to Buy) | 07/19/2006 | 07/19/2011 | Common Stock | 56,611 | \$ 8.78 | I | Easton Capital Partners, LP ⁽²⁾ |
| Warrant (Right to Buy) | 02/25/2009 | 02/24/2014 | Common Stock | 151,617 | \$ 8.83 | I | Easton Capital Partners, LP ⁽²⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FRIEDMAN JOHN H 651 CAMPUS DRIVE ST. PAUL, MN 55112 | Â X | Â | Â | Â |

Signatures

/s/ Robert K. Ranum as Attorney-in-Fact for John H. Friedman pursuant to Power of Attorney previously filed.

09/09/2011

__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).

This amendment adds shares held by Easton Hunt Capital Partners, L.P. and Easton Capital Partners, LP (collectively, "Easton") that were previously not included as being indirectly beneficially owned by Mr. Friedman on his original Form 3 filed on February 25, 2009. Investment decisions of Easton Hunt Capital Partners, L.P. are made by EHC GP, LP through its General Partner, EHC, Inc. Mr.

(1) Friedman is the President and Chief Executive Officer of EHC, Inc. Investment decisions of Easton Capital Partners, LP are made by its General Partner, ECP GP, LLC, through its manager ECP GP, Inc. Mr. Friedman is the President and Chief Executive Officer of EHC, Inc. and ECP GP, Inc. Mr. Friedman shares voting and investment power of the shares owned by Easton. Mr. Friedman disclaims beneficial ownership of securities held by Easton except to the extent of his pecuniary interest therein.

(2) This amendment adds warrants held by Easton that were previously not reported as being indirectly beneficially owned by Mr. Friedman on his original Form 3 filed on February 25, 2009. Mr. Friedman disclaims beneficial ownership of securities held by Easton except to the extent of his pecuniary interest therein.

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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