HART JOHN P
Form 4
May 26, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HART JOHN P

(Last) (First) (Middle)

980 N. MICHIGAN AVENUE, SUITE 1620

(Street)

CHICAGO, IL 60611

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
NOVAMED INC [NOVA]

3. Date of Earliest Transaction (Month/Day/Year)
05/21/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP, Corporate Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/21/2009		F		107	D (7)	$ 3.8	22,991 (5)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	$ 2.039							(1)	09/29/2013	Common Stock	60,000	
Stock Option (right to buy)	$ 4.45							(2)	03/16/2014	Common Stock	25,000	
Stock Option (right to buy)	$ 5.96							(3)	06/16/2015	Common Stock	30,000	
Stock Option (right to buy)	$ 6.87							(4)	06/20/2016	Common Stock	17,500	
Stock Option (right to buy)	$ 7.35							(6)	02/21/2017	Common Stock	17,500	
Stock Option (right to buy)	$ 2.75							(8)	02/18/2019	Common Stock	27,273	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HART JOHN P 980 N. MICHIGAN AVENUE SUITE 1620 CHICAGO, IL 60611			VP, Corporate Controller	

Signatures

/s/ JOHN P. HART	05/26/2009
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(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) Subject to certain restrictions, 7,500 of these options vested on 3/28/04, with the remainder vesting 1,250 per month starting on 4/28/04.

(2) Subject to certain restrictions, 3,125 of these options vested on 9/16/04, with the remainder vesting 520 per month starting on 10/16/04.

(3) Subject to certain restrictions, 3,750 of these options vested on 12/17/05, with the remainder vesting 625 per month starting on 1/17/06.

(4) Subject to certain restrictions, 2,188 of these options vested on 12/20/06 with the remainder vesting approximately 365 per month starting on 1/20/07.

(5) Includes 18,014 restricted shares of common stock.

(6) Subject to certain restrictions, 2,188 of these options vested on 8/21/07 with the remainder vesting approximately 365 per month starting on 9/21/07.

(7) Represents the disposition of shares to the Issuer to fund the Reporting Person's tax withholding obligations relating to the vesting on 5/21/09 of 364 shares of a restricted stock award as permitted pursuant to the terms of the award.

(8) Subject to certain restrictions, 3,409 of these options will vest on 8/18/09 with the remainder vesting approximately 568 per month starting on 9/18/09.

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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