

CARDTRONICS INC
Form 3/A
February 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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	
^ CapStreet Group LLC		(Month/Day/Year)	CARDTRONICS INC [CATM]	
(Last)	(First)	(Middle)	12/10/2007	
600 TRAVIS,^ SUITE 6110		4. Relationship of Reporting Person(s) to Issuer		
(Street)		(Check all applicable)		
HOUSTON,^ TX^ 77002		<input checked="" type="checkbox"/> Director <input checked="" 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)	
			12/11/2007	
		6. Individual or Joint/Group Filing(Check Applicable Line)		
		<input type="checkbox"/> Form filed by One Reporting Person		
		<input checked="" 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	8,091,222 ⁽¹⁾	I	See Footnote ⁽²⁾
Common Stock	949,852 ⁽¹⁾	I	See Footnote ⁽³⁾

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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(2) These securities are owned by CapStreet II, L.P. The CapStreet Group, LLC is the general partner of CapStreet GP II, L.P., which is the general partner of CapStreet II, L.P. Each of The CapStreet Group, LLC and CapStreet GP II, L.P. may be deemed to have a beneficial interest in the shares held by CapStreet Parallel II, L.P. and each disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest in such shares which is subject to indeterminable future events.

(3) These securities are owned by CapStreet Parallel II, L.P. The CapStreet Group, LLC is the general partner of CapStreet Parallel II, L.P. The CapStreet Group, LLC may be deemed to have a beneficial interest in the shares held by CapStreet Parallel II, L.P. and disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest in such shares which is subject to indeterminable future events.

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Remarks:

The Reporting Persons are members of a 13(d) group owning more than 10% of the Issuer's outstanding shares. The Reporting Persons have two representatives on the Issuer's board of directors. Fred R. Lummis and Frederick W. Br Reporting Persons' representatives on the board of directors and, as such, the Reporting Persons are

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.