

YUDROFF ROYCE
Form 3
August 01, 2007

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)

| | | | | | |
|---|---|---|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>YUDROFF ROYCE</p> <p>(Last) (First) (Middle)</p> <p>C/O ABRY PARTNERS, LLC, 111 HUNTINGTON AVENUE, 30TH FLOOR</p> <p>(Street)</p> <p>BOSTON, MA 02199</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/01/2007</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Dolan Media CO [DM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|--|--|---|--|
| <p>1. Title of Security (Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned (Instr. 4)</p> | <p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|--|--|---|--|

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)

| | | | | | |
|---|--|--|---|---|--|
| <p>1. Title of Derivative Security (Instr. 4)</p> | <p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p> | <p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of</p> | <p>4. Conversion or Exercise Price of Derivative Security</p> | <p>5. Ownership Form of Derivative Security: Direct (D)</p> | <p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|---|--|--|---|---|--|

| | | | | Shares | | or Indirect (1) (Instr. 5) | |
|--|-------|-------|-----------------|--------------------|----------|----------------------------------|---|
| Series C Participating Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 667 (1) (2) | \$ 0 (1) | I | By ABRY Investment Partnership, L.P. (3) |
| Series C Participating Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 370,351 (1) (2) | \$ 0 (1) | I | By ABRY Mezzanine Partners, L.P. (4) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| YUDROFF ROYCE C/O ABRY PARTNERS, LLC 111 HUNTINGTON AVENUE, 30TH FLOOR BOSTON, MA 02199 | Â | Â X | Â | Â |
| ABRY MEZZANINE HOLDINGS LLC C/O ABRY PARTNERS, LLC 111 HUNTINGTON AVENUE, 30TH FLOOR BOSTON, MA 02199 | Â | Â X | Â | Â |
| ABRY MEZZANINE INVESTORS LP C/O ABRY PARTNERS, LLC 111 HUNTINGTON AVENUE, 30TH FLOOR BOSTON, MA 02199 | Â | Â X | Â | Â |
| ABRY MEZZANINE PARTNERS LP C/O ABRY PARTNERS, LLC 111 HUNTINGTON AVENUE, 30TH FLOOR BOSTON, MA 02199 | Â | Â X | Â | Â |

Signatures

/s/ Royce
Yudkoff

08/01/2007

**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).

- The series C participating convertible preferred stock is convertible into common stock at any time at the holder's election on approximately a 1 to 14.84 basis, and has no expiration date. The Issuer has exercised its right to require the conversion of these shares.
- (1) Therefore, each outstanding share of series C participating convertible preferred stock will convert into approximately 14.84 shares of common stock upon the consummation of the Issuer's initial public offering.
- (2) Does not reflect a 9 for 1 stock split, which the Issuer intends to effect through a dividend of 8 shares of its common stock for each share of its common stock outstanding immediately prior to the consummation of the Issuer's initial public offering.

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- (3) These shares are owned directly by ABRY Investment Partnership, L.P. The general partner of ABRY Investment Partnership, L.P. is ABRY Investment GP, LLC, of which Royce Yudkoff is the sole member. Mr. Yudkoff disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Yudkoff is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

- (4) These shares are owned directly by ABRY Mezzanine Partners, L.P. The general partner of ABRY Mezzanine Partners, L.P. is ABRY Mezzanine Investors, L.P. The general partner of ABRY Mezzanine Investors, L.P. is ABRY Mezzanine Holdings, LLC, of which Royce Yudkoff is the sole member. Mr. Yudkoff disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Yudkoff is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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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