



Edgar Filing: Park Todd Y. - Form 4

Common Stock	01/14/2009	S	100 <u>(1)</u>	D	\$ 32.91	879,250	D
Common Stock	01/14/2009	S	100 <u>(1)</u>	D	\$ 32.78	879,150	D
Common Stock	01/14/2009	S	23 <u>(1)</u>	D	\$ 32.87	879,127	D
Common Stock	01/14/2009	S	20 <u>(1)</u>	D	\$ 32.83	879,107	D
Common Stock	01/14/2009	S	57 <u>(1)</u>	D	\$ 32.82	879,050	D
Common Stock	01/14/2009	S	150 <u>(1)</u>	D	\$ 31.68	878,900	D
Common Stock	01/14/2009	S	100 <u>(1)</u>	D	\$ 31.65	878,800	D
Common Stock	01/14/2009	S	100 <u>(1)</u>	D	\$ 31.3	878,700	D
Common Stock	01/14/2009	S	100 <u>(1)</u>	D	\$ 31.66	878,600	D

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

**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.**

SEC 1474  
(9-02)

**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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Park Todd Y. C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472	X			

## Signatures

/s/ Daniel H. Orenstein Attorney-in-Fact	01/15/2009
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) The sales reported on this Form 4 were made pursuant to a written trading plan adopted by the Reporting Person on January 7, 2008 in accordance with SEC Rule 10b5-1.

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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