

ATHENAHEALTH INC  
Form 8-K  
February 04, 2010  
**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **February 4, 2010**

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**athenahealth, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**                      **001-33689**      **04-3387530**  
(State or other jurisdiction   (Commission   (IRS Employer  
   File Number)   Identification No.)  
of incorporation)

**311 Arsenal Street, Watertown, MA**      **02472**  
(Address of principal executive offices)      (Zip Code)

Registrant's telephone number, including area code: **617-402-1000**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition.**

On February 4, 2010, athenahealth, Inc. issued a press release announcing an update on its calculation of non-GAAP Adjusted Net Income. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference.

The information in this report, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

<i>Exhibit No.</i>	<i>Description</i>
99.1	Press release issued by athenahealth, Inc. on February 4, 2010, furnished herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**athenahealth, Inc.**  
(Registrant)

**February 4, 2010**     **/s/ TIMOTHY M. ADAMS**  
Timothy M. Adams  
*CFO & SVP*

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**EXHIBIT INDEX**

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