

CARDIOGENESIS CORP /CA

Form 8-K

August 26, 2008

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**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

*Date of Report (Date of earliest event reported): August 25, 2008*

**CARDIOGENESIS CORPORATION**

*(Exact name of registrant as specified in its charter)*

California

000-28288

77-0223740

*(State or other jurisdiction of  
incorporation)*

*(Commission File Number)*

*(IRS Employer  
Identification No.)*

11 Musick  
Irvine, CA 92618

*(Address of principal executive offices, including zip code)*

*Registrant's telephone number, including area code: (949) 420-1800*

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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

(a) On August 25, 2008, the Board of Directors of Cardiogenesis Corporation (the Company ) amended the Company s Bylaws to reduce the number of authorized directors from six (6) to five (5) in response to a vacancy created by the resignation of Dr. Gary S. Allen from the Board described in Item 8.01 below.

**Item 8.01 Other Events.**

On August 18, 2008, Dr. Gary S. Allen resigned as a member of the Company s Board of Directors.

SIGNATURE

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.

CARDIOGENESIS CORPORATION  
(Registrant)

Date: August 26, 2008

By: /s/ William Abbott  
William Abbott,  
Chief Financial Officer