

MERGE HEALTHCARE INC
Form 4
June 24, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Merrick RIS, LLC

2. Issuer Name and Ticker or Trading Symbol
MERGE HEALTHCARE INC
[MRGE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/20/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

233 NORTH MICHIGAN AVENUE, SUITE 2330

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHICAGO, IL 60601

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/20/2008		P		26	A	\$ 1.1 26,018,563 D
Common Stock	06/20/2008		P		300	A	\$ 1.09 26,018,863 D
Common Stock	06/20/2008		P		174	A	\$ 1.08 26,019,037 D
Common Stock	06/20/2008		P		1,896	A	\$ 1.07 26,020,933 D
Common Stock	06/20/2008		P		4,200	A	\$ 1.06 26,025,133 D

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Common Stock	06/20/2008	P	22,304	A	\$ 1.05	26,047,437	D
Common Stock	06/20/2008	P	9,600	A	\$ 1.04	26,057,037	D
Common Stock	06/20/2008	P	2,800	A	\$ 1.01	26,059,837	D
Common Stock	06/20/2008	P	25,700	A	\$ 1	26,085,537	D
Common Stock	06/23/2008	P	5,000	A	\$ 1.1	26,090,537	D
Common Stock	06/23/2008	P	3,800	A	\$ 1.09	26,094,337	D

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

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(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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount Number of Shares
Share Purchase Rights (right to buy)	\$ 50	06/23/2008		J ⁽¹⁾	26,018,537	⁽²⁾ ⁽²⁾	Series B Junior Participating Preferred Stock	260,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Merrick RIS, LLC 233 NORTH MICHIGAN AVENUE SUITE 2330 CHICAGO, IL 60601	X	X		
	X	X		

FERRO MICHAEL W JR
233 NORTH MICHIGAN AVENUE
SUITE 2330
CHICAGO, IL 60601

Signatures

/s/ Ryan D. Harris, as
Attorney-in-Fact 06/24/2008

__Signature of Reporting Person Date

/s/ Ryan D. Harris, as
Attorney-in-Fact 06/24/2008

__Signature of Reporting Person Date

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 Share Purchase Rights (the "rights") were attached to the Common Stock of Merge Healthcare Incorporated and were called for redemption at \$.001 per share in accordance with their terms.
- (2) The rights were issued pursuant to the Rights Agreement, dated as of September 6, 2006, by and between the issuer and American Stock Transfer & Trust Company, as rights agent. The rights never became exercisable.

Remarks:

The reporting persons are Merrick RIS, LLC ("Merrick"), a Delaware limited liability company, and Michael W. Ferro, Jr. ("F

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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