

MERGE HEALTHCARE INC
Form 4
August 23, 2010

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)
08/19/2010

___ Director ___X___ 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
X 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 | (D) | Price | | |
| Common Stock | 08/19/2010 | | P | | 69 | A | \$ 2.74 | 30,792,406 | D |
| Common Stock | 08/19/2010 | | P | | 57,631 | A | \$ 2.75 | 30,850,037 | D |
| Common Stock | 08/20/2010 | | P | | 317 | A | \$ 2.61 | 30,850,354 | D |
| Common Stock | 08/20/2010 | | P | | 3,383 | A | \$ 2.62 | 30,853,737 | D |
| Common Stock | 08/20/2010 | | P | | 7,400 | A | \$ 2.63 | 30,861,137 | D |

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| | | | | | | | | |
|--|------------|---|--------|---|-----------|------------|---|------------|
| Common Stock | 08/20/2010 | P | 1,600 | A | \$ 2.64 | 30,862,737 | D | |
| Common Stock | 08/20/2010 | P | 600 | A | \$ 2.65 | 30,863,337 | D | |
| Common Stock | 08/20/2010 | P | 900 | A | \$ 2.66 | 30,864,237 | D | |
| Common Stock | 08/20/2010 | P | 1,100 | A | \$ 2.67 | 30,865,337 | D | |
| Common Stock | 08/20/2010 | P | 2,000 | A | \$ 2.68 | 30,867,337 | D | |
| Common Stock | 08/20/2010 | P | 1,200 | A | \$ 2.69 | 30,868,537 | D | |
| Common Stock | 08/20/2010 | P | 1,300 | A | \$ 2.7 | 30,869,837 | D | |
| Common Stock | 08/20/2010 | P | 1,036 | A | \$ 2.71 | 30,870,873 | D | |
| Common Stock | 08/20/2010 | P | 3,768 | A | \$ 2.72 | 30,874,641 | D | |
| Common Stock | 08/20/2010 | P | 1,900 | A | \$ 2.73 | 30,876,541 | D | |
| Common Stock | 08/20/2010 | P | 2,954 | A | \$ 2.74 | 30,879,495 | D | |
| Common Stock | 08/20/2010 | P | 9,042 | A | \$ 2.75 | 30,888,537 | D | |
| Common Stock | 08/23/2010 | P | 216 | A | \$ 2.71 | 30,888,753 | D | |
| Common Stock | 08/23/2010 | P | 2,092 | A | \$ 2.72 | 30,890,845 | D | |
| Common Stock | 08/23/2010 | P | 100 | A | \$ 2.7275 | 30,890,945 | D | |
| Common Stock | 08/23/2010 | P | 5,132 | A | \$ 2.73 | 30,896,077 | D | |
| Common Stock | 08/23/2010 | P | 3,778 | A | \$ 2.74 | 30,899,855 | D | |
| Common Stock | 08/23/2010 | P | 15,482 | A | \$ 2.75 | 30,915,337 | D | |
| Series A Non-Voting Preferred Stock ⁽¹⁾ | | | | | | 10,000 | D | |
| Common | | | | | | 500,000 | I | Subsidiary |

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) On April 27, 2010, Merge Healthcare Incorporated issued an aggregate of 41,750 shares of Series A Non-voting Preferred Stock, par value \$0.01 per share and 7,515,000 shares of its Common Stock, par value \$0.01 per share, for a total purchase price of approximately \$41,750,000.
- (2) Shares issued to and held by Merrick Healthcare Solutions, LLC, an Indiana limited liability company ("Merrick Healthcare") as consideration of the purchase price of the acquisition by Merge Healthcare Incorporated of the assets of and relating to the Olivia Greets business line previously owned by Merrick Healthcare, a subsidiary operation of Merrick Ventures, LLC, a private investment firm, of which Merrick RIS is also a subsidiary. Merrick RIS is not a beneficial owner of these shares held by Merrick Healthcare.

Remarks:

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

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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