

AMEDISYS INC

Form 4/A

June 10, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BORNE WILLIAM F

(Last) (First) (Middle)

**5959 S. SHERWOOD FOREST
BLVD.**

(Street)

BATON ROUGE, LA 70816

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AMEDISYS INC [AMED]

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

06/05/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/03/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/05/2008 ⁽⁴⁾		A ⁽¹⁾	6,301 A \$ 0	217,383	D	
Common Stock					18,592	I	Though 401(k)
Common Stock					15,000	I	By Spouse
Common Stock					15,000	I	By William F. Borne Family Trust

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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)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V	(A)	(D)	Amount or Number of Shares
Restricted Stock Units ⁽³⁾	\$ 0	06/05/2008 ⁽⁴⁾		A		14,504	⁽²⁾ ⁽²⁾	Common Stock 14,504

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BORNE WILLIAM F 5959 S. SHERWOOD FOREST BLVD. BATON ROUGE, LA 70816	CEO

Signatures

/s/ Celeste R. Peiffer on behalf of William F. Borne pursuant to a Power of Attorney

06/10/2008

⁽²⁾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).
- On April 1, 2008 the reporting person was granted 6,301 shares of nonvested common stock. Assuming that the reporting person is
- (1) employed by Amedisys, Inc. on each of the following dates, the shares will vest in equal 1/3 increments on April 1, 2009, April 1, 2010 and April 1, 2011.
 - (2) The Restricted Stock Units vest in three equal installments on April 1, 2009, April 1, 2010 and April 1, 2011. Vested shares will not be delivered to the reporting person until April 1, 2013
 - (3) Each Restricted Stock Unit represents a contingent right to receive one share of Amedisys, Inc. common stock.
 - (4) The awards to the reporting person of nonvested common stock and Restricted Stock Units reflected in the previously filed Form 4 (filed on April 3, 2008) were subject to shareholder approval of a new 2008 Omnibus Equity Compensation Plan. As a result, the effective date

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of such awards for purposes of this Form 4 is the date of shareholder approval of the plan, June 5, 2008, and the previously filed Form 4 is therefore being amended hereby to reflect a transaction date of June 5, 2008.

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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