### Edgar Filing: PETIT PARKER H - Form 4

Check this box if no longer subject to Section 16. <b>SECURITIES Washington, D.C. 20549</b> <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b>									N OMB Number: Expires: Estimated burden her response		
1(b). (Print or Type	Responses)										
1. Name and A PETIT PAF	Address of Reporting P RKER H	S N	Symbol	Name and A HEAL			-	5. Relationship Issuer (Che	of Reporting P eck all applica		
(Last) (First) (Middle) 3. Dat (Mont			3. Date of Earliest Transaction (Month/Day/Year) 07/20/2005					X Director 10% Owner X Officer (give title Other (specify below) below) Chairman of the Board and CEO			
				ed(Month/Day/Year) Applica _X_Fc				Applicable Line) _X_ Form filed by Form filed by	vidual or Joint/Group Filing(Check ble Line) rm filed by One Reporting Person rm filed by More than One Reporting		
(City)		Zip)	Tahl	o I - Non-F	Arivativa	Secur	ritios Ac	equired, Disposed	of or Bonofic	ially Awnod	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	d Date, if	3. Transactic Code (Instr. 8) Code V	4. Securi on(A) or Di (D)	ties A ispose	cquired d of	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	
Common Stock (1)	08/08/1988			J	0	(D) A	\$ 0	811,006	D		
Common Stock (1)	08/08/1988			J	0	А	\$0	3,750	I	Petit Grantor Trust	
Common Stock (1)	08/08/1988			J	0	А	\$0	68,832	I	Limited Partnership	
Common Stock (2)	07/17/2001			А	1,950	А	\$ 11.5	6,720	Ι	By Spouse	

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

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# 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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and a	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Option (right to buy)	\$ 14.33	12/15/1997		J	1,875	12/15/1998	12/15/2007	Common Stock	1,875
Option (right to buy)	\$ 14	02/24/1998		J	22,500	02/24/1999	02/24/2008	Common Stock	22,500
Option (right to buy)	\$ 12.16	05/18/1998		J	3,750	05/18/1999	05/18/2008	Common Stock	3,750
Option (right to buy)	\$ 11	01/19/1999		J	22,500	01/19/2000	01/19/2009	Common Stock	22,500
Option (right to buy)	\$ 16	07/23/1999		J	3,750	07/23/2000	07/23/2009	Common Stock	3,750
Option (right to buy)	\$ 12	05/18/2000		J	3,750	05/18/2001	05/18/2010	Common Stock	3,750
Option (right to buy)	\$ 9.33	04/15/2005		J	27,011	10/04/2004	10/04/2010	Common Stock	58,126
Option (right to buy)	\$ 9.75	04/15/2005		J	46,892	02/16/2005	02/16/2011	Common Stock	58,126
Option (right to buy)	\$ 10.57	05/24/2001		J	300,000	05/24/2005	05/24/2011	Common Stock	300,00
Option (right to	\$ 12.37	02/19/2002		J	36,503	02/19/2006	02/19/2012	Common Stock	36,503

buy) <u>(</u>	(3)
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Option (right to buy) (4)	\$ 5.84	03/13/2003	J	69,001	03/13/2008	03/13/2013	Common Stock	69,001
Option (right to buy) $(5)$	\$ 13.58	12/18/2003	J	58,253	12/18/2008	12/18/2013	Common Stock	58,253
Option (right to buy) <u>(6)</u>	\$ 16.79	08/11/2004	J	58,126	08/11/2009	08/11/2014	Common Stock	58,126
Option (right to buy) (7)	\$ 29.97	06/08/2005	А	58,500	06/08/2010	06/08/2015	Common Stock	58,500
Option (right to buy) (8)	\$ 34.47	07/20/2005	A	150,000	07/20/2010	07/20/2015	Common Stock	150,00

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PETIT PARKER H 1850 PARKWAY PLACE MARIETTA, GA 30067	Х		Chairman of the Board and CEO			
Signatures						
Roberta L. McCaw, Attorney i Petit	n Fact for	Parker H.	07/22/2005			
<u>**Signature of Reporting</u>	g 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) No transaction to report.
- (2) Open market purchase by spouse for IRA on 7/17/2001 discovered by recent audit of account.
- (3) Granted 2/19/2002 with full vesting to occur no later than 4 years from 2/19/2002 and no sooner than 2 years from 2/19/2002 with acceleration based on Matria's performance.
- (4) Granted 3/13/2003 and vests 20% per annum thereafter.
- (5) Granted 12/18/2003 and vests 20% per annum thereafter.
- (6) Granted 8/11/2004 and vests 20% per annum thereafter.
- (7) Granted 6/8/2005 and vests 20% per annum thereafter.
- (8) Granted on 07/20/2005 and vests 20% per annum thereafter.

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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