

CARDIOVASCULAR SYSTEMS INC  
 Form 4  
 February 27, 2009

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 EASTON CAPITAL PARTNERS L  
 P

2. Issuer Name and Ticker or Trading Symbol  
 CARDIOVASCULAR SYSTEMS  
 INC [NONE]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 641 LEXINGTON AVE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/25/2009

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

NEW YORK, NY 10022  
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/25/2009		C		616,197	A	①	616,197	D	
Common Stock	02/25/2009		C		616,197	A	①	616,197	I	Held by Easton Hunt Capital Partners, L.P.
Common Stock	02/25/2009		U		616,197	D	②	0	D	
	02/25/2009		U		616,197	D	②	0	I	

Edgar Filing: CARDIOVASCULAR SYSTEMS INC - Form 4

Common  
Stock

Held by  
Easton  
Hunt  
Capital  
Partners,  
L.P.

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 Security (Instr. 3 and 4)	Amount of Shares
					V	(A)	(D)	Date Exercisable		
Series A Conv Preferred Stock	(1)	02/25/2009		C		616,197	(4)	(4)	Common Stock	6
Warrant	(3)	02/25/2009		C		87,499	07/19/2006	07/19/2011	Series A Conv Preferred Stock	8
Warrant	(3)	02/25/2009		C	87,499		07/19/2006	07/19/2011	Common Stock	8
Warrant	(5)	02/25/2009		U		87,499	(5)	(5)	Common Stock	8
Warrant	(5)	02/25/2009		U		234,339	(5)	(5)	Common Stock	23
Series A Conv Preferred Stock	(1)	02/25/2009		C		616,197	(4)	(4)	Common Stock	6
Warrant	(3)	02/25/2009		C		87,499	07/19/2006	07/19/2011	Series A Conv Preferred	8

Stock

Warrant	(3)	02/25/2009	C	87,499	07/19/2006	07/19/2011	Common Stock	8
Warrant	(5)	02/25/2009	U	87,499	(5)	(5)	Common Stock	8
Warrant	(5)	02/25/2009	U	166,667	(5)	(5)	Common Stock	16
Warrant	(5)	02/25/2009	U	234,339	(5)	(5)	Common Stock	23

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EASTON CAPITAL PARTNERS L P 641 LEXINGTON AVE NEW YORK, NY 10022		X		

## Signatures

/s/ Carlye S. Landin as Attorney-in-Fact for Easton Capital Partners, LP pursuant to Power of Attorney previously filed.

02/27/2009

\_\_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) Immediately prior to the consummation of the merger between the issuer and Replidyne, Inc., each share of Series A convertible preferred stock was converted into approximately 1.005 shares of the issuer's common stock.

## Edgar Filing: CARDIOVASCULAR SYSTEMS INC - Form 4

- Disposed of pursuant to a merger agreement among the issuer, Responder Merger Sub, Inc. and Replidyne, Inc. (now known as
- (2) "Cardiovascular Systems, Inc."), pursuant to which each share of the issuer's common stock was converted into 0.647 shares of common stock of Replidyne, Inc.

- Immediately prior to the consummation of the merger between the issuer and Replidyne, Inc., each Series A convertible preferred stock warrant was converted into a warrant to purchase the issuer's common stock; each Series A convertible preferred share covered by the
- (3) warrants was converted into approximately 1.005 shares of the issuer's common stock and the exercise price of each warrant was adjusted by multiplying the number of Series A shares covered by the warrant by the warrant exercise price, and dividing by the total number of the issuer's common shares subject to the converted Series A warrant.
- (4) Each share of Series A convertible preferred stock was convertible at any time, at the holder's election, into approximately 1.005 shares of common stock and had no expiration date.

- Disposed of pursuant to a merger agreement among the issuer, Responder Merger Sub, Inc. and Replidyne, Inc. (now known as "Cardiovascular Systems, Inc."), pursuant to which each of the issuer's common stock warrants was assumed by Replidyne, Inc. and
- (5) became exercisable to purchase shares of Replidyne, Inc. common stock; each share covered by the issuer's common stock warrants was converted into 0.647 shares of common stock of Replidyne, Inc., and the exercise price of each warrant was adjusted by dividing the pre-merger exercise price by 0.647 and rounding up to the nearest cent.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.