INTEGRAMED AMERICA INC

Form 4 May 20, 2009

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

3235-0287

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Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Blue TSV I, Ltd.

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

INTEGRAMED AMERICA INC

(Check all applicable)

[INMD]

05/14/2009

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

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

C/O MAPLES CORPORATE SERVICES LIMITED, PO BOX 309, UGLAND HOUSE

> (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

GRAND CAYMAN, E9 KY1-1104

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/14/2009	P	700	A	\$ 7	1,111,593	D (1)	
Common Stock	05/15/2009	P	1,370	A	\$ 7.03	1,112,963	D (1)	
Common Stock	05/18/2009	P	720	A	\$ 7.01	1,113,683	D (1)	
Common Stock	05/19/2009	P	2,900	A	\$ 7.01	1,116,583	D (1)	

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									A	
									Amount	
						*	Expiration Date	Title Nu	or Name la an	
									Number	
				C 1 W	(A) (D)				of	
				Code V	(A) (D)				Shares	

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Blue TSV I, Ltd. C/O MAPLES CORPORATE SERVICES LIMITED PO BOX 309, UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104		X				
BlueLine Capital Partners, L.P. 402 RAILROAD AVENUE SUITE 201 DANVILLE, CA 94526		X				
BlueLine Capital Partners II, L.P. 402 RAILROAD AVENUE SUITE 201 DANVILLE, CA 94526		X				
BlueLine Capital Partners III, LP 402 RAILROAD AVENUE SUITE 201 DANVILLE, CA 94526		X				
BlueLine Catalyst Fund IX, L.P. 402 RAILROAD AVENUE		X				

Reporting Owners 2

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X

X

SUITE 201

DANVILLE, CA 94526

BlueLine Partners, L.L.C. 402 RAILROAD AVENUE

SUITE 201 DANVILLE, CA 94526

BlueLine Partners II, LLC 402 RAILROAD AVENUE SUITE 201

DANVILLE, CA 94526

Signatures

/s/ John Steven Kraus, for Blue TSV I, LTD 05/20/2009

**Signature of Reporting Person Date

/s/ Scott A. Shuda, by power of attorney for all other reporting persons 05/20/2009

**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) See Footnote 1 in Remarks

Remarks:

(1) These securities are owned by Blue TSV I, LTD, who is a member of a "group" with BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P., BlueLine Catalyst Fund IX, L.P., BlueLine Partners, L.L.C., the sole general partner of BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P. and BlueLine Catalyst Fund IX, L.P., and BlueLine Partners II, L.L.C., the sole general partner of BlueLine Capital Partners III, L.P.

The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, any Reporting Person is the beneficial owner of any Common Stock covered by this statement.

As described in the Schedule 13D filing made on January 2, 2009, as amended by Amendment No. 1 to Schedule 13D filed on 30, 2009, with respect to the Common Stock owned by Blue TSV I, LTD, BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P., BlueLine Capital Partners III, L.P., BlueLine Partners II, L.P., BlueLine Partners, L.L.C. and BlueLine Partners II, L.L.C., the Reporting Entities may have been deemed to be a "group" under Section 13(d) of the Securities Exchange Act and accordingly each Reporting Person may have been deemed to have beneficial ownership of 10% more of the Common Stock.

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.

Signatures 3