

Edgar Filing: RadNet, Inc. - Form SC 13G/A

RadNet, Inc.  
Form SC 13G/A  
February 12, 2009

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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Under the Securities Exchange Act of 1934

SCHEDULE 13G/A

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

RadNet, INC.

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(Name of Issuer)

Common Stock, \$.001 par value per share

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(Title of Class of Securities)

750491102

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(CUSIP Number)

February 14, 2009

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

SCHEDULE 13G/A

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CUSIP No. 750491102

-----  
1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Brencourt Advisors, LLC EIN # 13-4137530  
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2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
  
(joint filers) (b)

-----  
3) SEC USE ONLY  
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4) CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Delaware  
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	5) SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	0
	-----
	6) SHARED VOTING POWER
	349,428
	-----
	7) SOLE DISPOSITIVE POWER
	0
	-----
	8) SHARED DISPOSITIVE POWER
	349,428

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9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
349,428  
-----

10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

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11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
  
0.98%  
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12) TYPE OF REPORTING PERSON  
  
IA  
-----

CUSIP No. 750491102

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1) NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Brencourt Distressed Securities Master, Ltd. EIN # 32-0006283  
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2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)

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(joint filers) (b) |X|

-----  
3) SEC USE ONLY  
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4) CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda  
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	5)	SOLE VOTING POWER	
NUMBER			0
OF			
SHARES	6)	SHARED VOTING POWER	
BENEFICIALLY			349,428
OWNED BY			
EACH	7)	SOLE DISPOSITIVE POWER	
REPORTING			0
PERSON			
WITH	8)	SHARED DISPOSITIVE POWER	
			349,428

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9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

349,428  
-----

10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

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11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.98%  
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12) TYPE OF REPORTING PERSON

CO  
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CUSIP No. 750491102  
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Schedule 13G

Item 1(a).

Name of Issuer: RadNet, INC.

Item 1(b). Address of Issuer's Principal Executive Offices:

5966 La Place Court  
Carlsbad, California 92008

Item 2(a). Name of Persons Filing:

Brencourt Advisors, LLC  
Brencourt Distressed Securities Master, Ltd.

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Item 2(b). Address of Principal Business Office or, if None, Residence:

The principal office of Brencourt Advisors, LLC is:

600 Lexington Avenue  
8th Floor  
New York, NY 10022

Item 2(c). Citizenship:

Brencourt Advisors, LLC - Delaware  
Brencourt Distressed Securities Master, Ltd. - Bermuda

Item 2(d). Title of Class of Securities:

Common Stock, \$0.001 par value per share

Item 2(e). CUSIP Number:

750491102

Item 3. If this statement is filed pursuant to ss.ss. 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or Dealer Registered Under Section 15 of the Act (15 U.S.C. 78o)
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c)
- (c)  Insurance Company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c)
- (d)  Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)
- (e)  Investment Adviser in accordance with ss. 240.13d-1(b)(1)(ii)(E)
- (f)  Employee benefit plan or endowment fund in accordance with ss. 240.13d-1(b)(1)(ii)(F)
- (g)  Parent Holding Company or control person in accordance with ss.240.13d-1(b)(ii)(G)
- (h)  Savings Association as defined in ss.3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
- (i)  Church plan that is excluded from the definition of an investment company under ss.3(c)(15) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)
- (j)  Group, in accordance with ss.240.13d-1(b)(ii)(J)

Item 4. Ownership.

- (a) Amount beneficially owned: 349,428

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- (b) Percent of class: 0.98%
- (c) Number of shares as to which such person has:
- (i) Sole power to vote or to direct the vote:  
0
- (ii) Shared power to vote or to direct the vote:  
349,428
- (iii) Sole power to dispose or to direct the disposition of:  
0
- (iv) Shared power to dispose or to direct the disposition of:  
349,428

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(1) Percentages are based on 35,786,474 shares of common stock outstanding as of November 6, 2008 (as set forth on the Issuer's Form 10-Q, filed on November 10, 2008 with the Securities and Exchange Commission).

Item 5.  Ownership of Five Percent or Less of a Class.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

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SIGNATURE

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After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated as of February 13, 2009

Brencourt Advisors, LLC  
By: Adam Hopkins  
Chief Compliance Officer

By: /s/ Adam Hopkins

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