

HARRISON DONALD C
 Form 4
 February 25, 2011

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

OMB APPROVAL

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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 *
 HARRISON DONALD C

2. Issuer Name and Ticker or Trading Symbol
 AtriCure, Inc. [ATRC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 9250 OLD INDIAN HILL RD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/23/2011

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

CINCINNATI, OH 45243

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

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

(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)	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)
			Code	V	Amount	(D)	Price
Common Stock	02/23/2011		M		3,947	A	\$ 0.57
Common Stock	02/23/2011		M		7,368	A	\$ 0.57
Common Stock	02/23/2011		S		11,315	D	\$ 10.3357

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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)	Amount or Number of Shares
Stock Option (right to buy)	\$ 0.57	02/23/2011		M	3,947	03/29/2001 ⁽²⁾ 03/29/2011	Common Stock	3,947
Stock Option (right to buy)	\$ 0.57	02/23/2011		M	7,368	03/29/2001 ⁽³⁾ 03/29/2011	Common Stock	7,368

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRISON DONALD C 9250 OLD INDIAN HILL RD CINCINNATI, OH 45243		X		

Signatures

/s/ Donald Harrison
02/25/2011
Date

**Signature of Reporting Person

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) Prices range from \$10.16 per share to \$10.56 per share. The reporting person undertakes to provide full pricing information if requested by the Securities and Exchange Commission, the Issuer or a security holder of the Issuer.
- (2) Dr. Harrison was granted 3,947 stock options on March 29, 2001, exercisable cumulatively at a rate of 50% on March 29, 2001 and 50% on March 29, 2002 (one year from date of grant).

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- (3) Dr. Harrison was granted 7,368 stock options on March 29, 2001, exercisable cumulatively at a rate of 25% per annum beginning on March 29, 2001 (grant date).

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.