

HealthMarkets, Inc.  
Form 8-K  
April 28, 2008

**Table of Contents**

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): April 25, 2008  
HealthMarkets, Inc.  
(Exact name of registrant as specified in its charter)**

Delaware  
(State or other jurisdiction  
of incorporation)

001-14953  
(Commission File Number)

75-2044750  
(I.R.S. Employer  
Identification Number)

9151 Boulevard 26, North Richland Hills, Texas  
(Address of principal executive offices)

76180  
(Zip Code)

Registrant's telephone number, including area code: (817) 255-5200  
(former name and address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Item 9.01 Financial Statements and Exhibits

SIGNATURE

EXHIBIT INDEX

Press Release

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**Table of Contents**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

**5.02(b) Departure of Certain Officers**

On April 25, 2008, HealthMarkets, Inc. (the Company) and William J. Gedwed announced that Mr. Gedwed would step down from his position as the Company's President and Chief Executive Officer. Mr. Gedwed's resignation is expected to become effective on June 1, 2008.

Mr. Gedwed will continue to serve on the Board of Directors of the Company and it is expected that he will be appointed Vice Chairman of the Board effective June 1, 2008.

The Company intends to appoint David W. Fields, currently the Company's Executive Vice President and Chief Operating Officer, as President and Chief Operating Officer effective June 1, 2008.

**Item 9.01 Financial Statements and Exhibits.**

See the Exhibit Index attached to this Form 8-K, which is incorporated herein by reference.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HealthMarkets, Inc.

By: /s/ Michael A. Colliflower

Name: Michael A. Colliflower

Title: Executive Vice President and General Counsel

Date: April 25, 2008

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**Table of Contents**

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.01	Press Release announcing the resignation of William J. Gedwed as President and Chief Executive Officer.