FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
bligations may continue. See

500 EAST PRATT STREET SUITE 1200

MD

21202

(Street) **BALTIMORE**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

See footnote⁽¹⁾

See footnote⁽²⁾ See footnote⁽¹⁾

See footnote(2)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

	ions may contir tion 1(b).	nue. See		File						rities Excha ompany Ac			34		hour	s per response:	0
1. Name and Address of Reporting Person* JOHNSTON RICHARD M				AtriCure, Inc. [ATRC] (Che									eck all ap <mark>X</mark> Dire	plicable) ctor	10% Owner		
(Last) (First) (Middle) C/O CAMDEN PARTNERS HOLDINGS, LLC 500 E. PRATT STREET, SUITE 1200					3. Date of Earliest Transaction (Month/Day/Year) 06/11/2013									Officer (give title X Other (specify below) See Remarks			
(Street)	IORE M	D :	21202		4. If	f Ame	ndment	, Date of	f Original Fil	ed (Month/E	ay/Yea	ar)	Line	e) Fori	m filed by Or m filed by Mo	up Filing (Check ne Reporting Pe ore than One R	rson
(City)	(SI	rate) ((Zip)											rei:	5011		
		Tab	le I - No	n-Deriv	vative	Sec	curitie	s Acq	uired, D	sposed	of, or	r Ben	eficiall	y Own	ed		
Date				Date	. Transaction Pate Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)					ies Acquired (A) or Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code V	Amount	() 1)	A) or D)	Price	Transa	action(s) 3 and 4)		(111511.4)
Common	Stock			06/11	06/11/2013				S	10,25	2	D	\$9.01	85	58,353	I	See footnote
Common	Stock			06/11	06/11/2013				S	608		D	\$9.01	5	0,919	I	See footnote
Common Stock 06/12				06/12	2/2013	2013			S	23,13	39 D	D	\$9.01	83	35,214	I	See footnote
Common Stock 06/12/20				2/2013	2013		S	1,373		D	\$9.01	4	9,546	I	See footnote		
		_				_					0" D	6			_		
		Ta							red, Dispoptions,	osed of converti				Owned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Execution	(e.g., p		action	5. Nu of Deriv	rants, or more rative pricties priced rative posed priced rative posed prices and prices and prices are rational prices and prices are rational prices and prices are rational prices are		converti cisable and ate	7. Tir Amo Secu Undo Deriv	itle and ount of urities lerlying ivative urity (Ir	8. D. S. (I	Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersi (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deer Execution	(e.g., p	4. Transa Code (action	5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Instr	rants, output state of the stat	options, 6. Date Exer Expiration D	converti cisable and ate	7. Tir Amo Secu Under Deriv Secu	itle and ount of urities lerlying ivative urity (In 4)	8. D. S. (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	Benefici Ownersi (Instr. 4)
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A. Deer Execution	(e.g., p	4. Transa Code (action (Instr.	5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instriant E	rants, output state of the stat	options, 6. Date Exer Expiration I (Month/Day)	converticisable and ate Year)	7. Tir Amo Secu Undo Derir Secu and	itle and ount of urities lerlying ivative urity (In 4)	sties) 8 D S (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersh (Instr. 4)
1. Name ar JOHNS (Last) C/O CAN	Conversion or Exercise Price of Price of Derivative Security and Address of STON RIG	3. Transaction Date (Month/Day/Year)	3A. Deer Execution if any (Month/E	(e.g., p med on Date, Day/Year)	4. Transa Code (action (Instr.	5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instriant E	rants, output state of the stat	options, 6. Date Exer Expiration I (Month/Day)	converticisable and ate Year)	7. Tir Amo Secu Undo Derir Secu and	itle and ount of urities lerlying ivative urity (In 4)	sties) 8 D S (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersh (Instr. 4)
1. Name ar JOHNS (Last) C/O CAN	Conversion or Exercise Price of Price of Derivative Security and Address of STON RICE MDEN PAFRATT STR	3. Transaction Date (Month/Day/Year) Reporting Person* CHARD M (First) CTNERS HOLD	3A. Deer Execution if any (Month/E	(e.g., p med on Date, Day/Year)	4. Transa Code (action (Instr.	5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instriant E	rants, output state of the stat	options, 6. Date Exer Expiration I (Month/Day)	converticisable and ate Year)	7. Tir Amo Secu Undo Derir Secu and	itle and ount of urities lerlying ivative urity (In 4)	sties) 8 D S (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersh (Instr. 4)
1. Name ar JOHNS (Last) C/O CAN 500 E. P) (Street)	Conversion or Exercise Price of Price of Derivative Security and Address of STON RICE MDEN PAFRATT STR	3. Transaction Date (Month/Day/Year) Reporting Person* CHARD M (First) RTNERS HOLD: EET, SUITE 120	(Mic	(e.g., p med on Date, Day/Year)	4. Transa Code (action (Instr.	5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instriant E	rants, output state of the stat	options, 6. Date Exer Expiration I (Month/Day)	converticisable and ate Year)	7. Tir Amo Secu Undo Derir Secu and	itle and ount of urities lerlying ivative urity (In 4)	sties) 8 D S (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersh (Instr. 4)
1. Name ar JOHNS (Last) C/O CAN 500 E. Pl (Street) BALTIM (City) 1. Name ar	Conversion or Exercise Price of Price of Derivative Security and Address of STON RIG	3. Transaction Date (Month/Day/Year) Reporting Person* CHARD M (First) CTNERS HOLD: EET, SUITE 120	(MicINGS, L	ddle)	4. Transa Code (8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instriant E	rants, output state of the stat	options, 6. Date Exer Expiration I (Month/Day)	converticisable and ate Year)	7. Tir Amo Secu Undo Derir Secu and	itle and ount of urities lerlying ivative urity (In 4)	sties) 8 D S (I	. Price of erivative ecurity	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4	of Indire Benefici Ownersi (Instr. 4)

(City)	(State)	(Zip)
1. Name and Address CAMDEN PAI A LP	of Reporting Person* RTNERS STRAT	EGIC FUND II
	(First) ARTNERS HOLDING STREET SUITE 12	
(Street) BALTIMORE	MD	21202
(City)	(State)	(Zip)
1. Name and Address <u>CAMDEN PAI</u> <u>LP</u>		EGIC FUND II B
(Last)	(First)	(Middle)
	ARTNERS HOLDING	
500 EAST PRATI	STREET SUITE 12	
(Street) BALTIMORE	MD	21202
(City)	(State)	(Zip)
1. Name and Address WARNOCK D		
	(First) ARTNERS HOLDING STREET SUITE 12	•
(Street) BALTIMORE	MD	21202
(City)	(State)	(Zip)
1. Name and Address HUGHES DO		
(Last)	(First)	(Middle)
	ARTNERS HOLDING STREET SUITE 12	
(Street) BALTIMORE	MD	21202
(City)	(State)	(Zip)
1. Name and Address BERKELEY R		
(Last)	(First)	(Middle)
	ARTNERS HOLDING REET SUITE 1200	GS, LLC
(Street) BALTIMORE	MD	21202
(City) Explanation of Respo	(State)	(Zip)

Explanation of Responses:

^{1.} These securities are owned directly by Fund II-A. CPS II, Fund II-B, Mr. Richard M. Johnston and the Managing Members may be deemed indirect beneficial owners of the securities held directly by Fund II-A as a result of their relationships described in the Remarks. CPS II, Fund II-B, Mr. Richard M. Johnston and each of the Managing Members disclaims beneficial ownership of the securities held directly by Fund II-A, except to the extent of its or his pecuniary interest therein.

^{2.} These securities are owned directly by Fund II-B. CPS II, Fund II-A, Mr. Richard M. Johnston and the Managing Members may be deemed indirect beneficial owners of the securities held directly by Fund II-B as a result of their relationships described in the Remarks. CPS II, Fund II-A, Mr. Richard M. Johnston and each of the Managing Members disclaims beneficial ownership of the securities held directly by Fund II-B, except to the extent of its or his pecuniary interest therein.

Remarks:

This Form 4 is being filed jointly by Mr. Richard M. Johnston, Camden Partners Strategic II, LLC ("CPS II"), Camden Strategic Fund II-A, LP ("Fund II-A") and Camden Strategic Fund II-B, LP ("Fund II-B") and Messrs. David L. Warnock, Donald W. Hughes and Richard M. Berkeley (collectively, the "Managing Members" and together with CPS II, Fund II-A and Fund II-B, the "Reporting Persons"). The Managing Members are the managing members of CPS II. CPS II is the general partner of Fund II-A and Fund II-B. Mr. Johnston is a director of the Issuer and formerly was a managing member of Camden Partners Holdings, LLC, which provides investment and management advisory services to Fund II-A and Fund II-B.

/s/ Donald W. Hughes, Attorney-in-Fact for Richard 06/13/2013 M. Johnston /s/ By Camden Partners Strategic II, LLC, By Donald 06/13/2013 W. Hughes, Managing Member /s/ By Camden Partners Strategic Fund II-A, LP, By 06/13/2013 Camden Partners Strategic II, LLC, By Donald W. Hughes, Managing Member /s/ By Camden Partners Strategic Fund II-B, LP, By Camden Partners Strategic II, 06/13/2013 LLC, By Donald W. Hughes, Managing Member /s/ Donald W. Hughes, Attorney-in-Fact for David L. 06/13/2013 Warnock /s/ Donald W. Hughes, Attorney-in-Fact for Richard 06/13/2013 M. Berkeley /s/ Donald W. Hughes 06/13/2013 ** Signature of Reporting Person Date

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

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

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 Number.

^{*} 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).