

| OMB APPROVAL | |
|----------------------------------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person* <u>JOHNSTON RICHARD M</u> (Last) (First) (Middle) <u>C/O CAMDEN PARTNERS HOLDINGS, LLC</u> <u>500 E. PRATT STREET, SUITE 1200</u> (Street) <u>BALTIMORE MD 21202</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>AtriCure, Inc. [ATRC]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/17/2013</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

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 | (A) or (D) | Price | | | |
| Common Stock | 06/17/2013 | | S | | 18,967 | D | \$9.2 | 726,003 | I | See footnote ⁽¹⁾ |
| Common Stock | 06/17/2013 | | S | | 1,125 | D | \$9.2 | 43,067 | I | See footnote ⁽²⁾ |
| Common Stock | 06/18/2013 | | S | | 18,493 | D | \$9.16 | 707,510 | I | See footnote ⁽¹⁾ |
| Common Stock | 06/18/2013 | | S | | 1,097 | D | \$9.16 | 41,970 | I | See footnote ⁽²⁾ |

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) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|----------------------------------------------------------|-----|-----------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
| | | | | Code | V | (A) | (D) | | | | | |

1. Name and Address of Reporting Person*
JOHNSTON RICHARD M
 (Last) (First) (Middle)
C/O CAMDEN PARTNERS HOLDINGS, LLC
500 E. PRATT STREET, SUITE 1200
 (Street)
BALTIMORE MD 21202
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
CAMDEN PARTNERS STRATEGIC II LLC
 (Last) (First) (Middle)
C/O CAMDEN PARTNERS HOLDINGS, LLC
500 EAST PRATT STREET SUITE 1200
 (Street)
BALTIMORE MD 21202
 (City) (State) (Zip)

| | | |
|-----------------------------------------------|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| <u>CAMDEN PARTNERS STRATEGIC FUND II A LP</u> | | |
| (Last) | (First) | (Middle) |
| C/O CAMDEN PARTNERS HOLDINGS, LLC | | |
| 500 EAST PRATT STREET SUITE 1200 | | |
| (Street) | | |
| BALTIMORE | MD | 21202 |
| (City) | (State) | (Zip) |

| | | |
|-----------------------------------------------|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| <u>CAMDEN PARTNERS STRATEGIC FUND II B LP</u> | | |
| (Last) | (First) | (Middle) |
| C/O CAMDEN PARTNERS HOLDINGS, LLC | | |
| 500 EAST PRATT STREET SUITE 1200 | | |
| (Street) | | |
| BALTIMORE | MD | 21202 |
| (City) | (State) | (Zip) |

| | | |
|------------------------------------------|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| <u>WARNOCK DAVID L</u> | | |
| (Last) | (First) | (Middle) |
| C/O CAMDEN PARTNERS HOLDINGS, LLC | | |
| 500 EAST PRATT STREET SUITE 1200 | | |
| (Street) | | |
| BALTIMORE | MD | 21202 |
| (City) | (State) | (Zip) |

| | | |
|------------------------------------------|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| <u>HUGHES DONALD W</u> | | |
| (Last) | (First) | (Middle) |
| C/O CAMDEN PARTNERS HOLDINGS, LLC | | |
| 500 EAST PRATT STREET SUITE 1200 | | |
| (Street) | | |
| BALTIMORE | MD | 21202 |
| (City) | (State) | (Zip) |

| | | |
|------------------------------------------|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| <u>BERKELEY RICHARD M</u> | | |
| (Last) | (First) | (Middle) |
| C/O CAMDEN PARTNERS HOLDINGS, LLC | | |
| 500 E. PRATT STREET SUITE 1200 | | |
| (Street) | | |
| BALTIMORE | MD | 21202 |
| (City) | (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 Partners Strategic Fund II-A, LP ("Fund II-A") and Camden Partners 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.

| | |
|---------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| <u>/s/ Donald W. Hughes, Attorney-in-Fact for Richard M. Johnston</u> | <u>06/19/2013</u> |
| <u>/s/ By Camden Partners Strategic II, LLC, By Donald W. Hughes, Managing Member</u> | <u>06/19/2013</u> |
| <u>/s/ By Camden Partners Strategic Fund II-A, LP, By Camden Partners Strategic II, LLC, By Donald W. Hughes, Managing Member</u> | <u>06/19/2013</u> |
| <u>/s/ By Camden Partners Strategic Fund II-B, LP, By Camden Partners Strategic II, LLC, By Donald W. Hughes, Managing Member</u> | <u>06/19/2013</u> |
| <u>/s/ Donald W. Hughes, Attorney-in-Fact for David L. Warnock</u> | <u>06/19/2013</u> |
| <u>/s/ Donald W. Hughes, Attorney-in-Fact for Richard M. Berkeley</u> | <u>06/19/2013</u> |
| <u>/s/ Donald W. Hughes</u> | <u>06/19/2013</u> |
| ** Signature of Reporting Person | Date |

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

* 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).

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.