SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Abruzzo Elsa Chi	2. Date of Event Requiring Stater Month/Day/Yea 08/04/2005	nent	3. Issuer Name <b>and</b> Ticker or Trad <u>AtriCure, Inc.</u> [ ATRC ]	ing Symbol			
(Last) (First) (Middle) 6033 SCHUMACHER PARK DRIVE			I. Relationship of Reporting Perso Check all applicable) Director	n(s) to Issuer 10% Owner	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) WEST CHESTER OH 45069 (City) (State) (Zip)			X Officer (give title below) VP; Regulatory&Clini	Other (spe below)	App	licable Line)	/Group Filing (Check y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4) or Indirect (I) (Instr. 5)		t (D)   (Inst	<ul> <li>A. Nature of Indirect Beneficial Ownership</li> <li>(Instr. 5)</li> </ul>	
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Security		4. Conversion or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	02/16/2005 <sup>(1)</sup>	02/16/2014	Common Stock	26,315	1.52	D	

Explanation of Responses:

1. Exercisable cumulatively at a rate of 25% per annum commencing on February 16, 2005 (one year from the date of grant).

 /s/ Thomas J. Etergino as

 Attorney-in-Fact for Elsa Chi

 Abruzzo

 \*\* 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 5 (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.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints David J. Drachman and Thomas J. Etergino, and each of them, his true and lawful attorney-in-fact to:

(1) Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director or 10% holder of AtriCure, Inc. (the "Company"), a reporting company under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), any and all Forms 3, 4 and 5 required to be filed by the undersigned in accordance with Section 16(a) of the Exchange Act and the rules thereunder;

(2) Do and perform any and all acts for and on behalf of the undersigned W hich may be necessary or desirable to complete and execute any such Form 3, 4 and 5 and timely file such form with the United States Securities and Exchange

Commission and any stock exchange or similar authority; and

(3) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the un dersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of August, 2005.

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By: /s/ Elsa Chi Abruzzo

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Name: Elsa Chi Abruzzo

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