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 obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								

	Estimated average burden	
	hours per response:	0.5
L		

1. Name and Address of Reporting Person [*] PRESIDIO MANAGEMENT GROUP VIII L L C (Last) (First) (Middle) 2735 SAND HILL ROAD			2. Issuer Name and Ticker or Trading Symbol <u>AtriCure, Inc.</u> [ATRC]		. Relationship of Reporting Person(s) to Issue Check all applicable) Director X 10% Own				
			3. Date of Earliest Transaction (Month/Day/Year) 08/10/2005		Officer (give title below)				
(Street) MENLO PARK (City)	CA (State)	94025 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Form filed by One Form filed by More Person	Report	ing 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 Disposed Of 5)	Acquired (D) (Instr	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/10/2006		x		92,773	A	\$5.43 ⁽²⁾	2,286,924	I	Directly held by USVP VIII ⁽¹⁾
Common Stock	08/10/2006		x		683	A	\$5.43 ⁽²⁾	17,653	I	Directly held by AFF VIII ⁽¹⁾
Common Stock	08/10/2006		x		869	A	\$5.43 ⁽²⁾	22,444	I	Directly held by EP VIII- A ⁽¹⁾
Common Stock	08/10/2006		x		466	A	\$5.43 ⁽²⁾	12,041	I	Directly held by EP VIII- B ⁽¹⁾
Common Stock	08/10/2006		S		84,480	D	\$5.8 ⁽²⁾	2,202,444	I	Directly Held by USVP VIII ⁽¹⁾
Common Stock	08/10/2006		S		622	D	\$5.8 ⁽²⁾	17,031	I	Directly Held by AFF VIII ⁽¹⁾
Common Stock	08/10/2006		S		791	D	\$5.8 ⁽²⁾	21,653	I	Directly Held by EP VIII- A ⁽¹⁾
Common Stock	08/10/2006		S		424	D	\$5.8 ⁽²⁾	11,617	I	Directly Held by EP VIII B ⁽¹⁾

(e.g., puts, calls, warrants, options, convertible securities)

		-	Table II - Deriv	ative	Secu	ritie	s Acq	uired, Dis	posed of,	or Ben	eficially	Owned			
1 Title of	2	3. Transaction	(e.g., 3A. Deemed				urrants ແໜ່ງer	, options, Date ExDectisEbler	CONVERTI		of	8. Price of	9. Number of	10	11. Nature
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Iransaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	C ode Transa Code (8)	v action Instr.	of Deri Seci Acq (A) (Disp of (E	vative urities uired	Expiration Date of Securitie (Month/Day/Year) Underlying Derivative S		of Securities Der		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant ⁽²⁾	\$5.43 ⁽²⁾	08/10/2006		x			92,773	08/10/2005	08/10/2006	Common Stock	92,773	\$0	0	I	Directly held by USVP VIII ⁽¹⁾
Warrant ⁽²⁾	\$5.43 ⁽²⁾	08/10/2006		х			683	08/10/2005	08/10/2006	Common Stock	683	\$0	0	I	Directly held by AFF VIII ⁽¹⁾
Warrant ⁽²⁾	\$5.43 ⁽²⁾	08/10/2006		x			869	08/10/2005	08/10/2006	Common Stock	869	\$0	0	I	Directly held by EP VIII-A ⁽¹⁾
Warrant ⁽²⁾	\$5.43 ⁽²⁾	08/10/2006		x			466	08/10/2005	08/10/2006	Common Stock	466	\$0	0	Ι	Directly held by EP VIII-B ⁽¹⁾
(Street) MENLO (City) 1. Name at US VE (Last) 2735 SA (Street) MENLO (City) 1. Name at USVP (Last) 2735 SA (Street) MENLO (City) 1. Name at	nd Address of NTURE 1 ND HILL I PARK nd Address of VIII AFF ND HILL I PARK	CA (State) Reporting Person* PARTNERS (First) ROAD CA (State) Reporting Person* TLIATES FU (First)	VIII L P (Middle) 94025 (Zip) ND L P (Middle) 94025 (Zip)												
(Street) MENLO	ND HILL I	CA	94025												

(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] <u>USVP ENTREPRENEUR PARTNERS VIII B L</u> <u>P</u>								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	CA	94025						
(City)	(State)	(Zip)						
1. Name and Address o Connors Timoth								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	CA	94025						
(City)	(State)	(Zip)						
1. Name and Address o FEDERMAN II								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	CA	94025						
(City)	(State)	(Zip)						
1. Name and Address o FU WINSTON								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
1. Name and Address o <u>KRAUSZ STEV</u>								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	CA	94025						
(City)	(State)	(Zip)						
1. Name and Address o								
(Last) 2735 SAND HILL	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						

Explanation of Responses:

1. See additional Form 4 filed by Presidio Management Group VIII, LLC ("PMG VIII") for additional members of this joint filing. PMG VIII is the general partner of US Venture Partners VIII, L.P. ("USVP VIII"), USVP Entrepreneur Partners VIII-A, L.P. ("EP VIII-A"), USVP Entrepreneur Partners VIII-B, L.P. ("EP VIII-B"), and USVP VIII Affiliates Fund, L.P. ("AFF VIII"), and Timothy Connors, Irwin Federman, Winston S. Fu, Steven M. Krausz, David E. Liddle, Jonathan D. Root, Christopher Rust, and Philip M. Young, the managing members of PMG VIII, may be deemed to share voting and dispositive power over the shares held by USVP VIII. FP VIII-A, EP VIII-B and AFF VIII. Such persons and entities disclaim beneficial ownership of shares held by USVP VIII, EP VIII-A, EP VIII-B and AFF VIII except to the extent of any pecuniary interest therein.

2. Automatic exercise by the Issuer on the expiration date per the Warrant Agreement. Shares acquired through a net exercise or simultanous exercise of the warrant and sale of shares to cover the exercise price.

Michael P. Maher - Attorney in 08/11/2006

Fact for each reporting person

** 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.