

OMB APPROVAL	
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**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>06/13/2013</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	06/13/2013		S		50,079	D	\$8.92	785,135	I	See footnote <sup>(1)</sup>
Common Stock	06/13/2013		S		2,971	D	\$8.92	46,575	I	See footnote <sup>(2)</sup>
Common Stock	06/14/2013		S		40,165	D	\$9.03	744,970	I	See footnote <sup>(1)</sup>
Common Stock	06/14/2013		S		2,383	D	\$9.03	44,192	I	See footnote <sup>(2)</sup>

**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)

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)

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)

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)

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>06/17/2013</u>
<u>/s/ By Camden Partners Strategic II, LLC, By Donald W. Hughes, Managing Member</u>	<u>06/17/2013</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>06/17/2013</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>06/17/2013</u>
<u>/s/ Donald W. Hughes, Attorney-in-Fact for David L. Warnock</u>	<u>06/17/2013</u>
<u>/s/ Donald W. Hughes, Attorney-in-Fact for Richard M. Berkeley</u>	<u>06/17/2013</u>
<u>/s/ Donald W. Hughes</u>	<u>06/17/2013</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.**