SURGICARE INC/DE
Form 8-K
February 02, 2004

SECURITIES AND UNITED STATES
EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): January 29, 2004

SURGICARE, INC.
_____
(Exact name of registrant as specified in its charter)

DELAWARE	001-16587	58-1597246
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

12727 Kimberley Lane, Suite 200
Houston, Texas 77024
_____
(Address of principal executive offices, including zip code)

(713) 973-6675
_____
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if change since last report)

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

    On January 29, 2004, SurgiCare, Inc. (the "Company") converted all of its
Series A Redeemable Preferred Stock with the rights and preferences set forth in
the Certificate of Designation, Powers, Preferences, and Rights filed with the
Secretary of State of Delaware on September 12, 2001 (the "Preferred Stock") to
common stock of the Company. This conversion was approved by the majority vote
of the Preferred Stock shareholders in a written consent effective as of October
20, 2003, which granted the Company the right to convert the Preferred Stock and
in which the shareholders disclaimed any past or possible future rights
regarding the Preferred Stock, including but not limited to the liquidation
preference upon the liquidation, dissolution or winding upon of the Company,

pursuant to the aforementioned Certificate of Designation.

<div align="center">SIGNATURES</div>

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

<div align="center">SURGICARE, INC.</div>

By: /s/ KEITH G. LEBLANC
    _____

Name: Keith G. LeBlanc
Title: Chief Executive Officer

Dated: January 29, 2004