

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM D

# NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR** INTEGRM LIMITED OFFERING EXEMPTION

140615	-6
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OMB APPROVAL					
OMB Number:	3235-0076				
Expires:					
Estimated average burden					
hours per respon	se16.00				

DATE RECEIVED

Serial

Name of Offering ( chieck if this is an amendment and name has changed, and indicate change.)	
Sale of LLC common units	
Filing Under (Check box(es) that apply):	☑ ULOE
A. BASIC IDENTIFICATION DATA	07070255
1. Enter the information requested about the issuer	
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)	<del></del>
BMC Diagnostics, LLC	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
2000 Powell Street, Suite 1050, Emeryville, CA 94608	(510) 596-0700
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	
Provider of freestanding imaging centers and turn-key imaging services for hospitals and me	edical groups
Type of Business Organization	
	lease specify): PROCESSED
Month Year	11.11 (1.0)
	nated 😕 JUL 1 2 2007
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State	
CN for Canada; FN for other foreign jurisdiction)	CIA THOMSON
GENERAL INSTRUCTIONS	FINANCIA!

# Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

#### **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

#### A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. General and/or Check Box(es) that Apply: Promoter □ Beneficial Owner □ Executive Officer Director Managing Partner Full Name (Last name first, if individual) BMC America, LLC Business or Residence Address (Number and Street, City, State, Zip Code) 5824 Clover Drive, Oakland, CA 94618 Promoter Check Box(es) that Apply: Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Chackerian, Ara Business or Residence Address (Number and Street, City, State, Zip Code) 5824 Clover Drive, Oakland, CA 94618 Promoter General and/or Check Box(es) that Apply: Beneficial Owner Executive Officer Director Managing Partner Full Name (Last name first, if individual) Hummel, Bradley Business or Residence Address (Number and Street, City, State, Zip Code) 2000 Powell Street, Suite 1050, Emeryville, CA 94608 Check Box(es) that Apply: Promoter ☐ Beneficial Owner ☐ Executive Officer ☑ Director General and/or Managing Partner Full Name (Last name first, if individual) McKelvey, Andrew J. Business or Residence Address (Number and Street, City, State, Zip Code) c/o Blackfin Capital Partners, LP, 200 Park Avenue, 44th FL, New York, NY 10166 Beneficial Owner Executive Officer Check Box(es) that Apply: Promoter Director General and/or Managing Partner Full Name (Last name first, if individual) Chackerian, Michelle Business or Residence Address (Number and Street, City, State, Zip Code) 5824 Clover Drive, Oakland, CA 94618 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director | General and/or Managing Partner Full Name (Last name first, if individual) Peters, Bradford G. Business or Residence Address (Number and Street, City, State, Zip Code) c/o Blackfin Capital Partners, LP, 200 Park Avenue, 44th FL, New York, NY 10166 Promoter General and/or Check Box(es) that Apply: Beneficial Owner Executive Officer Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

					B, 1	NFORMATI	ON ABOU	T OFFERI	NG			· · · · · · · · · · · · · · · · · · ·	
1	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?											Yes	No
1.	Answer also in Appendix, Column 2, if filing under ULOE.												
2.											S		
												Yes	No
3.													<b>E</b>
4.	commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
Ful	Full Name (Last name first, if individual)												
Bus	siness or	Residence	Address (N	lumber and	Street, C	ity, State. Z	ip Code)						
Na	me of Ass	sociated B	roker or De	aler									
Sta	tes in Wh	ich Persor	Listed Has	s Solicited	or Intends	to Solicit l	Purchasers						
	(Check	"All State:	s" or check	individual	States)					*****************		☐ AI	1 States
	AL	AK	$\overline{AZ}$	AŘ	CA	CO	CT	DE	DC	FL	GA	HI	[ID]
	IL (KAT)	IN	IA	KŚ	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT RI	NE SC	NV SD	NH TN	NJ [TX]	NM [ÜT]	NY [VT]	NC VA	ND WA	OH WV	OK Wi	OR WY	PA PR
Ful			first, if ind										
<u></u>	inacc or	Dagidana	: Address (1	Numbar an	d Cteart C	Star Chara '	Zin Coda)						
Du:	SIIICSS 01	Residence	. Addiess (i	Number an	u sireei, e	my, State, a	zip Cout)						
Nai	me of Ass	sociated B	roker or De	aler				<del></del>					
Sta	tes in Wh	ich Persor	Listed Ha	s Solicited	or Intends	to Solicit l	Purchasers						
	(Check	"All State	s" or check	individual	States)			·····			,	📋 AI	l States
	AL	AK	ĀZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
	IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT RI	NE SC	NV SD	NH TN	NJ TX	NM UT	NY VT	NC VA	ND WA	OH.	OK WI	OR WY	PA PR
						רהידו	V I	[VA]	WA	[W V]	[W1]	[W]	
rui	i Name (	Last name	first, if ind	ividuai)									
Bus	siness or	Residence	: Address (1	Number an	d Street, C	City, State, 2	Zip Code)						
Nai	me of As	sociated B	roker or De	aler								<u> </u>	
Sta	tes in Wh	ich Persor	Listed Ha	s Solicited	or Intends	to Solicit	Purchasers	·					
(Check "All States" or check individual States)									1 States				
	[AL]	AK	AZ	AR	ĈĀ	CO	CT	DE	DC	FL	GA	HI	ID
	IL	IN	ĪĀ	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT RI	NE SC	NV SD	NH) TN	NJ TX	NM UT	NY VT	NC VA	ND WA	OH WV	OK WI	OR WY	PA PR

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	<b>s</b>	s
	Equity	s	\$
	☐ Common ☐ Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$	S
	Other (Specify LLC Common Units	<u>21,666,667.00</u>	\$ 21,666,667.00
	Total	\$_21,666,667.00	\$_21,666,667.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number	Aggregate Dollar Amount
		Investors	of Purchases
	Accredited Investors		\$_21,666,667.00
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		<b>s</b>
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	The COSS :	Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505		s
	Regulation A	•	s
	Rule 504		\$
	Total		\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		\$
	Legal Fees		\$_38,000.00
	Accounting Fees		\$
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify)	_	\$
	Total		c 38.000.00

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF	PROCEEDS	
	b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."	5	\$
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.	l	
		Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees	\$	. <b></b> \$
	Purchase of real estate	<b>\$</b>	. 🗆 \$
	Purchase, rental or leasing and installation of machinery and equipment		. 🗆 \$
	Construction or leasing of plant buildings and facilities	<b></b> \$	
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		
	Repayment of indebtedness	<u></u> \$	\$
	Working capital	\$	<u> </u>
	Other (specify):		
		. 🗆 \$	
	Column Totals	\$ 0.00	<b>21,628,667</b> .0
	Total Payments Listed (column totals added)	1,628,667.00	
	D. FEDERAL SIGNATURE		
eio	ne issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice that the constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Comme information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of	ission, upon writt	ule 505, the following en request of its staff,
Iss	sucr (Print or Type) Signature	Date	
	MC Diagnostics, LLC	6-19	- 07
Na	ame of Signer (Print or Type)  Title of Signer (Print or Type)	"	
Ara	a Chackerian CEO		

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No 🔀
	See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is f D (17 CFR 239.500) at such times as required by state law.	iled a no	tice on Form
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, informatissuer to offerees.	ion furn	ished by the
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be enlimited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer clai of this exemption has the burden of establishing that these conditions have been satisfied.	titled to ming the	the Uniform availability
	uer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its beha othorized person.	lf by the	undersigned
ssuer (	(Print or Type) Signature Date		
BMC D	piagnostics, LLC	-07	7

CEO

#### Instruction:

Name (Print or Type)
Ara Chackerian

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

### 2 3 1 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of waiver granted) amount purchased in State investors in State offered in state (Part C-Item 2) (Part B-Item 1) (Part C-Item 1) (Part E-Item 1) Number of Number of Accredited Non-Accredited Yes State No Investors Investors Amount Yes No Amount ALAKΑZ AR LLC Common Units, \$21,536,667.00 CA 2 \$21,536,667.00 CO CT DE DC FL $\mathsf{G}\mathsf{A}$ HI ID ΙL ΙN IΑ KS KY LA ME MD MAΜI MN MS

**APPENDIX** 

## APPENDIX 2 1 3 Disqualification Type of security under State ULOE Intend to sell and aggregate (if yes, attach offering price Type of investor and explanation of to non-accredited amount purchased in State waiver granted) investors in State offered in state (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Accredited Non-Accredited Yes No Investors Yes No State Investors Amount Amount MO MT NE NV NH NJ NM LLC Common Units, \$130,000.00 NY \$130,000.00 NC ND OHΟK OR PΑ RΙ SC SD TN TX UT VT VAWAWV wı

	APPENDIX										
1		2	3		4						
	Intend to sell to non-accredited investors in State (Part B-Item 1)  Type of security and aggregate offering price offered in state (Part C-Item 1)			Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item I)			
State	Yes	No		Number of Accredited Investors	Accredited Non-Accredited		Yes	No			
WY		F									
PR											

# **END**