AMEDISYS INC
Form SC 13D
April 30, 2002

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No.)*

AMEDISYS, INC.

(Name of Issuer)

COMMON

(Title of Class of Securities)

023436108

(CUSIP Number)

David Nierenberg, The D3 Family Fund, 19605 NE 8th St., Camas, WA 98607
(360)604-8600

(Name, Address and Telephone Number
of Person Authorized to Receive
Notices and Communications)

4/26/02

(Date of Event which Requires
Filing of this Statement)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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1) NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

The D3 Family Fund, L.P. (David Nierenberg is President of the General Partner, which is Nierenberg Investment Management Company, Inc.)

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2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [ ]

---

3) SEC USE ONLY

---

4) SOURCE OF FUNDS

WC

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5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

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6) CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7)	SOLE VOTING POWER 720,000 (8.1%)
	8)	SHARED VOTING POWER 0
	9)	SOLE DISPOSITIVE POWER 720,000
	10)	SHARED DISPOSITIVE POWER 0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

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12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

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13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

14) TYPE OF REPORTING PERSON*

PN

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1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Haredale, Ltd.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [ ]

3) SEC USE ONLY

4) SOURCE OF FUNDS

WC

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

6) CITIZENSHIP OR PLACE OF ORGANIZATION

The Bahamas

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7)	SOLE VOTING POWER 24,500 (0.3%)
	8)	SHARED VOTING POWER 0
	9)	SOLE DISPOSITIVE POWER 24,500
	10)	SHARED DISPOSITIVE POWER 0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

---

12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

---

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

---

14) TYPE OF REPORTING PERSON*

CO

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1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Olivier Roux

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2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [X]
(b) [ ]

---

3) SEC USE ONLY

---

4) SOURCE OF FUNDS

WC

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5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

---

6) CITIZENSHIP OR PLACE OF ORGANIZATION

French citizen resident in United Kingdom

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	7)	SOLE VOTING POWER 10,000 (0.1%)
	8)	SHARED VOTING POWER 0
	9)	SOLE DISPOSITIVE POWER 10,000

PERSON

WITH

10) SHARED DISPOSITIVE POWER

0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

14) TYPE OF REPORTING PERSON*

IN

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1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

James Henry Hildebrandt

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [X]
(b) [ ]

3) SEC USE ONLY

4) SOURCE OF FUNDS

WC

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Canadian citizen resident in Hong Kong

7) SOLE VOTING POWER

NUMBER OF

7,000 (0.1%)

SHARES		
BENEFICIALLY	8)	SHARED VOTING POWER
OWNED BY		0
EACH		
	9)	SOLE DISPOSITIVE POWER
REPORTING		
		7,000
PERSON		
WITH	10)	SHARED DISPOSITIVE POWER
		0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

14) TYPE OF REPORTING PERSON*

IN

SCHEDULE 13D

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1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Toxford Corporation

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [X]
(b) [ ]

3) SEC USE ONLY

4) SOURCE OF FUNDS

WC

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Channel Islands, British Isles

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7) SOLE VOTING POWER	4,000 (0.0%)
	8) SHARED VOTING POWER	0
	9) SOLE DISPOSITIVE POWER	4,000
	10) SHARED DISPOSITIVE POWER	0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

14) TYPE OF REPORTING PERSON*

CO

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1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Henry E. Hooper

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [X]
(b) [ ]

3) SEC USE ONLY

---

4) SOURCE OF FUNDS

WC

---

5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [ ]

---

6) CITIZENSHIP OR PLACE OF ORGANIZATION

Washington

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7)	SOLE VOTING POWER 1,500 (0.0%)
	8)	SHARED VOTING POWER 0
	9)	SOLE DISPOSITIVE POWER 1,500
	10)	SHARED DISPOSITIVE POWER 0

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Aggregate amount owned is 767,000 shares (8.7%)

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12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [ ]

---

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

8.7%

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14) TYPE OF REPORTING PERSON*

IN

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

The D3 Family Fund, L.P., a Washington State limited partnership, whose principal business is investing in domestic micro-cap public equities. Located at 19605 N.E. 8th St., Camas, Washington 98607. No convictions or administrative proceedings as described in Item 2(d) and (e).

Item 3. Source and Amount of Funds or Other Consideration

Source of funds is money invested in the partnership by its partners. Aggregate amount invested by D3 in AMED is $4,996,800.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) D3 owns and has sole voting power over 720,000 AMED shares.

(c) D3's transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	720,000	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

N/A

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 30, 2002
Date

/s/DAVID NIERENBERG
David Nierenberg
President
Nierenberg Investment Management
Company, Inc., the General Partner
of The D3 Family Fund, L.P.

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

(a) Haredale Ltd., a Bahamian corporation.

(b) P.O. Box N-4465, Nassau, New Providence, The Bahamas.

(c) Haredale is in the investment business at the address above.

(d) None

(e) None

(f) The Bahamas.

Item 3. Source and Amount of Funds or Other Consideration

Haredale owns, and Mr. Nierenberg has sole voting and dispositive power over, its 24,500 shares.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) Haredale owns, and Mr. Nierenberg has sole voting and dispositive power over, its 24,500 shares.

(c) Transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	24,500	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Haredale pays Mr. Nierenberg an annual management fee and a share of its net profits for his personal management of its account.

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 30, 2002
Date

/s/DAVID NIERENBERG
David Nierenberg

Authorized to trade for
Haredale, Ltd.

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

(a) Olivier Roux, a French citizen resident in the United Kingdom.

(b) Talisman Management Ltd., 37 Ixworth Place, London SW3, England.

(c) Mr. Roux is a management consultant.

(d) None

(e) None

(f) A French citizen resident in the United Kingdom.

Item 3. Source and Amount of Funds or Other Consideration

Mr. Roux owns, and Mr. Nierenberg has sole voting and dispositive power over, his 10,000 AMED shares.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) Mr. Roux owns, and Mr. Nierenberg has sole voting and dispositive power over, his 10,000 AMED shares.

(c) Transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	10,000	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Mr. Roux pays Mr. Nierenberg an annual management fee and a share of its net profits for his personal management of Mr. Roux's account.

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

correct.

April 30, 2002	/s/DAVID NIERENBERG
Date	David Nierenberg Authorized to trade for Olivier Roux

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

(a) James Henry Hildebrandt a Canadian citizen resident in Hong Kong.

(b) c/o Bain & Company, Tenth Floor, One Pacific Place, 88 Queensway, Hong Kong.

(c) Mr. Hildebrandt is a management consultant.

(d) None

(e) None

(f) A Canadian citizen resident in Hong Kong.

Item 3. Source and Amount of Funds or Other Consideration

Mr. Hildebrandt owns, and Mr. Nierenberg has sole voting and dispositive power over, his 7,000 AMED shares.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) Mr. Hildebrandt owns, and Mr. Nierenberg has sole voting and dispositive power over, his 7,000 AMED shares.

(c) Transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	7,000	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Mr. Hildebrandt pays Mr. Nierenberg an annual management fee and a share of its net profits for his personal management of his account.

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 30, 2002	/s/DAVID NIERENBERG
Date	David Nierenberg Authorized to trade for John Henry Hildebrandt

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

(a) Toxford Corporation, a Channel Islands corporation.

(b) P.O. Box 3048, St. Andrews House, Le Bordage, St. Peter Port, Guernsey, Channel Islands, British Isles.

(c) Toxford Corporation is in the investment business.

(d) None

(e) None

(f) Channel Islands, British Isles.

Item 3. Source and Amount of Funds or Other Consideration

Toxford Corporation owns, and Mr. Nierenberg has sole voting and dispositive power over, its 4,000 AMED shares.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) Toxford Corporation owns, and Mr. Nierenberg has sole voting and dispositive power over, its 4,000 AMED shares.

(c) Transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	4,000	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Toxford Corporation pays Mr. Nierenberg an annual management fee and a share of its net profits for his personal management of its account.

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 30, 2002	/s/DAVID NIERENBERG
Date	David Nierenberg Authorized to trade for Toxford Corporation

Item 1. Security and Issuer

Common stock of Amedisys, Inc. (AMED),
11100 Mead Road, Suite 300,
Baton Rouge, LA 70816

Item 2. Identity and Background

(a) Henry Hooper, a United States Citizen.

(b) 2900 SE 149th Court, Vancouver, WA 98783.

(c) Mr. Hooper is a General Partner of the D3 Family Fund, LP.

(d) No convictions or administrative proceedings as described in Items 2(d) and (e).

(e) None.

(f) United States, resident of Washington State.

Item 3. Source and Amount of Funds or Other Consideration

Mr. Hooper has sole voting and dispositive power over, his 1,500 AMED shares.

Item 4. Purpose of Transaction

Investment.

Item 5. Interest in Securities of the Issuer

(a,b) Mr. Hooper has sole voting and dispositive power over, his

1,500 AMED shares.

(c) Transactions in the last 60 days:

Date	# of shares	Price paid
4/26/02	1,500	$6.94

(d) N/A

(e) N/A

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

N/A

Item 7. Material to be Filed as Exhibits

N/A

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

April 30, 2002
Date

/s/DAVID NIERENBERG
David Nierenberg
President
Nierenberg Investment Management Company, Inc., the General Partner of The D3 Family Fund, L.P.