

XTENT INC
Form 3
January 31, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â LATTERELL PATRICK F		(Month/Day/Year)	XTENT INC [XTNT]	
(Last)	(First)	(Middle)	01/31/2007	
ONE EMBARCADERO CENTER SUITE 4050			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SAN FRANCISCO, Â CA Â 94111			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	10,000	I ⁽¹⁾	By Latterell Management Company, LLC

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (2)	Â (7)	Common Stock	225,000	\$ 0 (2)	I (8)	By Latterell Venture Partners, L.P.
Series B Convertible Preferred Stock	Â (2)	Â (7)	Common Stock	119,681	\$ 0 (2)	I (8)	By Latterell Venture Partners, L.P.
Series C Convertible Preferred Stock	Â (2)	Â (7)	Common Stock	166,051	\$ 0 (2)	I (8)	By Latterell Venture Partners, L.P.
Series D Convertible Preferred Stock	Â (2)	Â (7)	Common Stock	75,842	\$ 0 (2)	I (8)	By Latterell Venture Partners, L.P.
Series A Convertible Preferred Stock	Â (3)	Â (7)	Common Stock	775,000	\$ 0 (3)	I (9)	By Latterell Venture Partners II, L.P.
Series B Convertible Preferred Stock	Â (3)	Â (7)	Common Stock	412,234	\$ 0 (3)	I (9)	By Latterell Venture Partners II, L.P.
Series C Convertible Preferred Stock	Â (3)	Â (7)	Common Stock	571,955	\$ 0 (3)	I (9)	By Latterell Venture Partners II, L.P.
Series D Convertible Preferred Stock	Â (3)	Â (7)	Common Stock	261,236	\$ 0 (3)	I (9)	By Latterell Venture Partners II, L.P.
Series D Convertible Preferred Stock	Â (4)	Â (7)	Common Stock	196,458	\$ 0 (4)	I (10)	By Latterell Venture Partners III, L.P.
Series D Convertible Preferred Stock	Â (5)	Â (7)	Common Stock	9,822	\$ 0 (5)	I (10)	By LVP III Associates, L.P.
Series D Convertible Preferred Stock	Â (6)	Â (7)	Common Stock	4,911	\$ 0 (6)	I (10)	By LVP III Partners, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LATTERELL PATRICK F ONE EMBARCADERO CENTER SUITE 4050 SAN FRANCISCO, CA 94111	Â X	Â	Â	Â

Signatures

/s/ Patrick F.
Latterell

01/31/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Mr. Latterell is a managing member of Latterell Management Company, L.L.C. Mr. Latterell disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (2) The reported securities are convertible at any time at the option of Latterell Venture Partners, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
- (3) The reported securities are convertible at any time at the option of Latterell Venture Partners II, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
- (4) The reported securities are convertible at any time at the option of Latterell Venture Partners III, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
- (5) The reported securities are convertible at any time at the option of LVP III Associates, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
- (6) The reported securities are convertible at any time at the option of LVP III Partners, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
- (7) Not applicable.
- (8) Mr. Latterell is a managing member of Latterell Capital Management, L.L.C., the general partner of Latterell Venture Partners, L.P. Mr. Latterell disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (9) Mr. Latterell is a managing member of Latterell Capital Management II, L.L.C., the general partner of Latterell Venture Partners II, L.P. Mr. Latterell disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (10) Mr. Latterell is a managing member of Latterell Capital Management III, L.L.C., the general partner of Latterell Venture Partners III, L.P., LVP III Associates, L.P. and LVP III Partners, L.P. Mr. Latterell disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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Remarks:

The Date of Event is based upon the date of effectiveness of the Issuer's Registration Statement or

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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