ALIGN TECHNOLOGY INC Form SC 13G/A February 17, 2009

> SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

> > SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)

(Amendment No.1) \*

ALIGN TECHNOLOGY, INC. (Name of Issuer)

Common Stock, \$0.0001 par value per share (Title of Class of Securities)

16255101 (CUSIP Number)

December 31, 2008 (Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[ ] Rule 13d-1(b)
[x] Rule 13d-1(c)
[ ] Rule 13d-1(d)

\_\_\_\_\_

#### (Page 1 of 20 Pages)

\*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 purposes 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).

CUSIP No. 1	6255101	L		13G/A		Page 2	of 20 P	ages
(1)			DRTING PER					
	I.R.S. 20-289		IFICATION	NO. OF AB	OVE PERSONS	(ENTITIE	S ONLY)	
(2)	CHECK	THE AP	PROPRIATE	BOX IF A	MEMBER OF A	GROUP **	(a) (b)	
(3)	SEC US	SE ONLY						
(4)	CITIZE Delawa		OR PLACE O	F ORGANIZ	ATION			
NUMBER OF	(5)	SOLE 0	VOTING PO	WER				
SHARES								
BENEFICIALLY	Y (6)			POWER				
OWNED BY		4,00	0,000					
EACH	(7)	SOLE 0	DISPOSITI	VE POWER				
REPORTING								
PERSON WITH	(8)		ED DISPOSI D,000	TIVE POWE	R			
(9)		CH REPO	OUNT BENEF RTING PERS		WNED			
(10)			THE AGGRE XCLUDES CE					[ ]
(11)			LASS REPRE ROW (9)	SENTED				
(12)	TYPE ( PN	OF REPO	RTING PERS	ON **				
		**	SEE INSTRU	CTIONS BE	FORE FILLING	G OUT!		
CUSIP No. 1	6255101	L		13G/A		Page 3	of 20 P	ages
(1)			DRTING PER sociates,					

	I.R.S. 20-2891	IDENTIFICATION 849	NO. OF	ABOVE PERS	ONS (ENT	ITIES (	ONLY)	
(2)	CHECK T	HE APPROPRIATE	BOX IF	A MEMBER C	F A GROU		(a) (b)	
(3)	SEC USE	ONLY						
	CITIZEN	SHIP OR PLACE ( e	)F ORGAN	JIZATION				
NUMBER OF	(5)	SOLE VOTING PO 0	)WER					
SHARES								
3ENEFICIALL	Y (6)	SHARED VOTING 4,000,000	POWER					
OWNED BY								
EACH	(7)	SOLE DISPOSIT: 0	IVE POWE	ER				
REPORTING								
PERSON WITH		SHARED DISPOSE 4,000,000	ITIVE PC					
(9)		TE AMOUNT BENEI REPORTING PER: 00						
(10)		OX IF THE AGGRI (9) EXCLUDES CH						[ ]
(11)		OF CLASS REPRINT IN ROW (9)						
(12)		REPORTING PERS						
		** SEE INSTRU	JCTIONS	BEFORE FIL	LING OUT	!		
CUSIP No. 10	6255101		13G/A		Pag	e 4 of	20 P	ages
(1)		F REPORTING PEN or Offshore, Lt						
	I.R.S.	IDENTIFICATION	NO. OF	ABOVE PERS	ONS (ENT	ITIES	ONLY)	
(2)	CHECK T	HE APPROPRIATE	BOX IF	A MEMBER C	F A GROU	 P **	(a)	
(2)							(b)	L J
(3)	SEC USE	UNLI						

Edgar Filing: ALIGN	I ECHNOLOGY INC	- Form SC 13G/A

(4)		SHIP OR PLACE OF C Islands	RGANIZATION		
NUMBER OF	(5)	SOLE VOTING POWER			
SHARES					
BENEFICIALL	Y (6)	SHARED VOTING POW 2,699,474	ER		
OWNED BY					
EACH REPORTING		SOLE DISPOSITIVE 0	POWER		
		SHARED DISPOSITIV 2,699,474	E POWER		
(9)		TE AMOUNT BENEFICI REPORTING PERSON 74	ALLY OWNED		
(10)		OX IF THE AGGREGAT (9) EXCLUDES CERTA			[]
(11)		OF CLASS REPRESEN NT IN ROW (9)	TED		
(12)		REPORTING PERSON mited company	**		
		** SEE INSTRUCTI	ONS BEFORE FIL	LING OUT!	
CUSIP No. 1	6255101	13	G/A	Page 5 o:	f 20 Pages
(1)		F REPORTING PERSON or Offshore Master			
	I.R.S.	IDENTIFICATION NO.	OF ABOVE PERS	ONS (ENTITIES	ONLY)
(2)	CHECK 1	HE APPROPRIATE BOX	IF A MEMBER O		(a) [X] (b) []
(3)	SEC USE				
(4)		SHIP OR PLACE OF C Islands	RGANIZATION		
NUMBER OF	(5)	SOLE VOTING POWER			
SHARES					

BENEFICIALLY		SHARED VOTING 2,699,474	POWER				
OWNED BY							
EACH	(7)	SOLE DISPOSIT 0	IVE POWER				
REPORTING							
PERSON WITH	(8)	SHARED DISPOS 2,699,474	ITIVE POWER				
		ATE AMOUNT BENE I REPORTING PER 174		D			
		30X IF THE AGGR (9) EXCLUDES C		**			[]
		C OF CLASS REPR JNT IN ROW (9)	ESENTED				
		REPORTING PER mited company	SON **				
CUSIP No. 16	255101		13G/A	P	age 6 of 2	20 Pa	ges
( )		DF REPORTING PE Cor Offshore GP					
	I.R.S.	IDENTIFICATION	NO. OF ABOVE	PERSONS (E	NTITIES ON	JLY)	
(2)	СНЕСК Т	THE APPROPRIATE	BOX IF A MEM	IBER OF A GRO		(a) (b)	
(3)	SEC USE	C ONLY					
		ISHIP OR PLACE Islands	OF ORGANIZATI	ON			
NUMBER OF	(5)	SOLE VOTING P 0	OWER				
SHARES							
BENEFICIALLY		SHARED VOTING 2,699,474	POWER				
OWNED BY		2,099,474					
EACH	(7)	SOLE DISPOSIT O	IVE POWER				

#### REPORTING \_\_\_\_\_ PERSON WITH (8) SHARED DISPOSITIVE POWER 2,699,474 \_\_\_\_\_ \_\_\_\_\_ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,699,474 \_\_\_\_\_ (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \*\* [] \_\_\_\_\_ (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.03% \_\_\_\_\_ (12) TYPE OF REPORTING PERSON \*\* 00 - limited company \_\_\_\_\_ \_\_\_\_\_ \*\* SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP No. 16255101 13G/A Page 7 of 20 Pages \_\_\_\_\_ (1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore, Ltd. I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) \_\_\_\_\_ (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*\* (a) [X] (b) [] \_\_\_\_\_ (3) SEC USE ONLY \_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands \_\_\_\_\_ \_\_\_\_\_ NUMBER OF (5) SOLE VOTING POWER 0 SHARES \_\_\_\_\_ BENEFICIALLY (6) SHARED VOTING POWER 503**,**706 OWNED BY \_\_\_\_\_ EACH (7) SOLE DISPOSITIVE POWER 0 \_\_\_\_\_ REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 503**,**706 \_\_\_\_\_ \_\_\_\_\_ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 503,706

<pre>(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** [] (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.75% (12) TYPE OF REPORTING PERSON ** 00 - limited company *** SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP No. 16255101 13G/A Page 8 of 20 Pages (1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P. I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) [X] (b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0 SHARES</pre>
BY AMOUNT IN ROW (9)         0.75%         (12)       TYPE OF REPORTING PERSON **         00 - limited company         ** SEE INSTRUCTIONS BEFORE FILLING OUT!         CUSIP No. 16255101         13G/A         Page 8 of 20 Pages         (1)         NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P.         I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)         (2)         CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **         (a)       [X]         (b)       [1]         (3)         SEC USE ONLY         (4)         CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands         NUMBER OF         (5)         SOLE VOTING POWER
00 - limited company         ** SEE INSTRUCTIONS BEFORE FILLING OUT!         CUSIP No. 16255101         13G/A       Page 8 of 20 Pages         (1)       NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P.         I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)         (2)       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
*** SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP No. 16255101 13G/A Page 8 of 20 Pages (1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P. I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) [X] (b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0
<ul> <li>(1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P.</li> <li>I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)</li> <li>(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **</li></ul>
<ul> <li>(1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P.</li> <li>I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)</li> <li>(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **</li></ul>
<ul> <li>(1) NAMES OF REPORTING PERSONS HealthCor Hybrid Offshore Master Fund, L.P.</li> <li>I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)</li> <li>(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **</li></ul>
HealthCor Hybrid Offshore Master Fund, L.P.         I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)         (2)       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
HealthCor Hybrid Offshore Master Fund, L.P.         I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)         (2)       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) [X] (b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0
(a) [X] (b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0
(b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0
(4) CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands NUMBER OF (5) SOLE VOTING POWER 0
NUMBER OF (5) SOLE VOTING POWER 0
0
SHARES
BENEFICIALLY (6) SHARED VOTING POWER 503,706
OWNED BY
EACH (7) SOLE DISPOSITIVE POWER 0
REPORTING
PERSON WITH (8) SHARED DISPOSITIVE POWER 503,706
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 503,706
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.75%
(12) TYPE OF REPORTING PERSON **

	00 - li	mited company	
		** SEE INSTRUCTIONS BEFORE FILLING OUT!	
CUSIP No. 10	6255101	13G/A Page 9 o	f 20 Pages
(1)		OF REPORTING PERSONS For Hybrid Offshore GP, LLC	
	I.R.S.	IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES	ONLY)
(2)	СНЕСК Т	THE APPROPRIATE BOX IF A MEMBER OF A GROUP **	(a) [X] (b) []
(3)	SEC USE	: ONLY	
	CITIZEN Cayman	ISHIP OR PLACE OF ORGANIZATION Islands	
NUMBER OF	(5)	SOLE VOTING POWER 0	
SHARES			
BENEFICIALLY		SHARED VOTING POWER 503,706	
EACH		SOLE DISPOSITIVE POWER 0	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 503,706	
(9)		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON	
(10)		OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES **	[ ]
(11)		OF CLASS REPRESENTED	
(12)		REPORTING PERSON ** mited company	
		** SEE INSTRUCTIONS BEFORE FILLING OUT!	

CUSIP No. 10	6255101		13G/A		Page	10	of 20	) Pages
(1)		DF REPORTING Cor Group, LI						
	I.R.S. 51-0551		CON NO. OF ABOVE	PERSONS (	ENTII	IES	ONLY	()
(2)	СНЕСК 1	THE APPROPRIA	TE BOX IF A MEMI	ber of a g	ROUP	**		[X] []
(3)	SEC USE	C ONLY						
(4)	CITIZEN Delawar		E OF ORGANIZATIO	 DN				
NUMBER OF	(5)	SOLE VOTING 0	F POWER					
SHARES								
	Y (6)	SHARED VOTI 4,000,000	NG POWER					
OWNED BY								
EACH REPORTING	(7)	SOLE DISPOS 0	ITIVE POWER					
PERSON WITH	(8)	SHARED DISE 4,000,000	OSITIVE POWER					
(9)		I REPORTING P	ERSON	)				
(10)			GREGATE AMOUNT CERTAIN SHARES	* *				[ ]
(11)		OF CLASS RE						
(12)		REPORTING P mited liabil						
		** SEE INS	TRUCTIONS BEFORE	E FILLING	OUT !			
CUSIP No. 10	6255101		13G/A		Page	11	of 20	) Pages
(1)		DF REPORTING Cor Capital,						

	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 51-0551770
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) [X] (b) []
(3)	SEC USE ONLY
	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
NUMBER OF	(5) SOLE VOTING POWER 0
SHARES	
BENEFICIALLY	(6) SHARED VOTING POWER 796,820
OWNED BY	
EACH	(7) SOLE DISPOSITIVE POWER 0
REPORTING	
PERSON WITH	(8) SHARED DISPOSITIVE POWER 796,820
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 796,820
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.19%
(12)	TYPE OF REPORTING PERSON ** PN
	** SEE INSTRUCTIONS BEFORE FILLING OUT!
CUSIP No. 16	2255101 13G/A Page 12 of 20 Pages
(1)	NAMES OF REPORTING PERSONS HealthCor, L.P.
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 20-3240266
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ** (a) [X] (b) []

(3)	SEC USE	ONLY							
(4)	CITIZEN Delawar		R PLACE OF	F ORGAN	IZATION				
NUMBER OF	(5)	SOLE V 0	/OTING POW	WER					
SHARES									
BENEFICIALLY	Y (6)	SHARED 796 <b>,</b> 82		POWER					
OWNED BY									
EACH	(7)	SOLE D 0	DISPOSITIV	VE POWE	R				
REPORTING									
PERSON WITH	(8)	SHARED 796,82		TIVE PO	WER				
(9)		I REPORT	JNT BENEF: FING PERSC		OWNED				
(10)			THE AGGREG						[ ]
(11)	PERCENI BY AMOU 1.19%		ASS REPRES ROW (9)	SENTED					
(12)	TYPE OF PN	REPORI	TING PERS	 DN **					
		** SE	E INSTRUC	CTIONS	BEFORE FII	LING (	 DUT!		
CUSIP No. 1	6255101			13G/A		τ	2age 1	3 of 20	Pages
CODII 110. 1	5255101			1907 A		L	age i	5 01 20	i ages
(1)	NAMES C Arthur		RTING PERS	SONS					
	I.R.S.	IDENTIF	FICATION N	NO. OF	ABOVE PERS	SONS (B	ENTITI	ES ONLY	)
(2)	CHECK I	HE APPF			A MEMBER (		ROUP *	(a)	[X] []
(3)	SEC USE	ONLY							
(4)	CITIZEN United		R PLACE OF	F ORGAN	IZATION				
NUMBER OF	(5)	SOLE V	/OTING POW	WER					

SHARES					
BENEFICIALL		(6)	SHARED VOTING POWER 4,000,000		
EACH		(7)	SOLE DISPOSITIVE POWER 0		
REPORTING					
PERSON WITH			SHARED DISPOSITIVE POWER 4,000,000		
(9)	BY		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 00		
(10)			OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES **		[ ]
(11)	PER BY 5.9	AMOU	OF CLASS REPRESENTED NT IN ROW (9)		
(12)	TYP IN	e of	REPORTING PERSON **		
CUSIP No. 1	6255	101	13G/A Page 14 of	20 Pa	ages
(1)			F REPORTING PERSONS Healey		
	I.R	.s.	IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES	ONLY)	
(2)	CHE	СК Т	HE APPROPRIATE BOX IF A MEMBER OF A GROUP **	(a) (b)	
(3)	SEC	USE	ONLY		
(4)			SHIP OR PLACE OF ORGANIZATION States		
NUMBER OF		(5)	SOLE VOTING POWER 0		
	Y				
		(6)	SHARED VOTING POWER 4,000,000		
EACH REPORTING			4,000,000		

PERSON WITH	<pre>(8) SHARED DISPOSITIVE POWER 4,000,000</pre>
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,000,000
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.97%
(12)	TYPE OF REPORTING PERSON ** IN
	** SEE INSTRUCTIONS BEFORE FILLING OUT!
CUSIP No. 1	6255101 13G/A Page 15 of 20 Pages
Item 1(a).	Name of Issuer: Align Technology, Inc.
Item 1(b).	Address of Issuer's Principal Executive Offices: 851 Martin Avenue Santa Clara, CA 95050
Item 2(a, b	, c). Name of Person Filing:
	(i) HealthCor Management, L.P., a Delaware limited partnership; Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;
	(ii) HealthCor Associates, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;
	(iii) HealthCor Offshore, Ltd., a Cayman Islands limited company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;
	(iv) HealthCor Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;
	(v) HealthCor Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;
	(vi) HealthCor Hybrid Offshore, Ltd., a Cayman Islands limited company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

(vii) HealthCor Hybrid Offshore Master Fund, L.P., a Cayman

Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

(viii) HealthCor Hybrid Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

(ix) HealthCor Group, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

(x) HealthCor Capital, L.P., a Delaware limited partnership, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

(xi) HealthCor, L.P., a Delaware limited partnership, Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019;

```
CUSIP No. 16255101 13G/A Page 16 of 20 Pages
```

(xii) Joseph Healey; Carnegie Hall Tower, 152 West 57th Street, 47th Floor, New York, New York 10019; and

(xiii) Arthur Cohen, 12 South Main Street, #203 Norwalk, Ct 06854.

Both Mr. Healey and Mr. Cohen are United States citizens.

The persons at (i) through (xiii) above are collectively referred to herein as the "Reporting Persons".

- Item 2(d). Title of Class of Securities: common stock, par value \$.01 per share (the "Common Stock")
- Item 2(e). CUSIP Number: 16255101
- Item 3. Not applicable.
- Item 4. Ownership.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person. Holdings of Common Stock are as of February 6, 2009.

Collectively, HealthCor, L.P., Healthcor Offshore Master Fund, L.P. and HealthCor Hybrid Offshore Master Fund, L.P. (each a "Fund" and together, the "Funds") are the beneficial owners of a total of 4,000,000 shares of the Common Stock of the Issuer. By virtue of their position as feeder funds, HealthCor Offshore, Ltd. and HealthCor Hybrid Offshore, Ltd. may be deemed beneficial owners of the shares of Common Stock owned by HealthCor Offshore Master Fund, L.P., and HealthCor Hybrid Offshore Master Fund, L.P., respectively.

HealthCor Offshore GP, LLC is the general partner of HealthCor Offshore Master Fund, L.P. Accordingly, HealthCor Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P.

HealthCor Hybrid Offshore GP, LLC is the general partner of HealthCor Hybrid Offshore Master Fund, L.P. Accordingly, HealthCor Hybrid Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Hybrid Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P.

By virtue of its position as the investment manager of the Funds, HealthCor Management, L.P. may be deemed a beneficial owner of all

CUSIP No. 16255101

13G/A

Page 17 of 20 Pages

the shares of Common Stock owned by the Funds. HealthCor Associates, LLC is the general partner of HealthCor Management, L.P. and thus may also be deemed to beneficially own the shares of Common Stock that are beneficially owned by the Funds.

HealthCor Group LLC is the general partner of HealthCor Capital, L.P., which is in turn the general partner of HealthCor, L.P. Accordingly, each of HealthCor Capital L.P. and HealthCor Group, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor, L.P.

As the Managers of HealthCor Associates, LLC, Arthur Cohen and Joseph Healey exercise both voting and investment power with respect to the shares of Common Stock reported herein, and therefore each may be deemed a beneficial owner of such Common Stock.

Each of the Reporting Persons hereby disclaims any beneficial ownership of any such Shares in excess of their actual pecuniary interest therein.

#### Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

- Item 6. Ownership of More than Five Percent on Behalf of Another Person. Not Applicable
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

- Item 8. Identification and Classification of Members of the Group. Not Applicable
- Item 9. Notice of Dissolution of Group. Not Applicable

CUSIP No. 16255101 13G/A

Page 18 of 20 Pages

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit I: Joint Acquisition Statement, dated as of February 17, 2009.

CUSIP No. 16255101

13G/A

Page 19 of 20 Pages

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.

DATED: February 17, 2009

HEALTHCOR MANAGEMENT, L.P., for itself and as manager on behalf of (i) HEALTHCOR OFFSHORE, LTD. and (ii) HEALTHCOR HYBRID OFFSHORE, LTD.

By: HealthCor Associates, LLC, its general partner

By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

HEALTHCOR CAPITAL, L.P., for itself and as general partner on behalf of HEALTHCOR L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

<code>HEALTHCOR OFFSHORE GP, LLC, for itself and as general partner of behalf of <code>HEALTHCOR OFFSHORE MASTER FUND, L.P.</code></code>

By: HealthCor Group, LLC, its general partner By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

HEALTHCOR HYBRID OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P.  $\,$ 

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel

\_\_\_\_\_

HEALTHCOR ASSOCIATES, LLC

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

CUSIP No. 16255101

13G/A

Page 20 of 20 Pages

HEALTHCOR GROUP, LLC

By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

JOSEPH HEALEY, Individually

/s/ Joseph Healey

ARTHUR COHEN, Individually

/s/ Arthur Cohen

EXHIBIT 1

JOINT ACQUISITION STATEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: February 17, 2009

HEALTHCOR MANAGEMENT, L.P., for itself and as manager on behalf of (i) HEALTHCOR OFFSHORE, LTD. and (ii) HEALTHCOR HYBRID OFFSHORE, LTD.

By: HealthCor Associates, LLC, its general partner

HEALTHCOR CAPITAL, L.P., for itself and as general partner on behalf of HEALTHCOR L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

-----

Name: John H. Coghlin Title: General Counsel

<code>HEALTHCOR OFFSHORE GP, LLC, for itself and as general partner of behalf of <code>HEALTHCOR OFFSHORE MASTER FUND, L.P.</code></code>

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

<code>HEALTHCOR HYBRID OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P.</code>

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin ------Name: John H. Coghlin Title: General Counsel

HEALTHCOR ASSOCIATES, LLC By: /s/ John H. Coghlin \_\_\_\_\_ Name: John H. Coghlin Title: General Counsel HEALTHCOR GROUP, LLC By: /s/ John H. Coghlin -----Name: John H. Coghlin Title: General Counsel JOSEPH HEALEY, Individually /s/ Joseph Healey \_\_\_\_\_ \_\_\_\_ \_\_\_\_\_ ARTHUR COHEN, Individually /s/ Arthur Cohen

\_\_\_\_\_