

Fife John M.
Form 4
May 20, 2011

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Fife John M.

2. Issuer Name **and** Ticker or Trading
Symbol

UNITED AMERICAN
HEALTHCARE CORP [UAHC.PK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

05/18/2011

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

See Remarks

303 EAST WACKER
DRIVE, SUITE 1200

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☐ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

CHICAGO, IL 60601

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)			
			Code	V	Amount		Price
Common Stock					1,068,559	I	See footnote ⁽¹⁾
Common Stock					278,936	I	See footnote ⁽²⁾

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

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information contained in this form are not
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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Convertible Promissory Note	\$ 0.2011	05/18/2011		A	400,000 (3)	05/18/2011 08/17/2012	Common Stock 1,988,862

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fife John M. 303 EAST WACKER DRIVE SUITE 1200 CHICAGO, IL 60601	X	X	See Remarks	

Signatures

/s/ John M. Fife 05/20/2011
 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) John M. Fife owns a controlling interest in, and has investment control over the portfolio of, Chicago Venture Partners, L.P., an Illinois limited partnership, which directly owns 1,068,559 shares of Common Stock of United American Healthcare Corporation, as disclosed in Amendment No. 9 to the Schedule 13D filed by John M. Fife on November 16, 2010, and the Initial Statement of Beneficial Ownership of Securities on Form 3 filed by Chicago Venture Partners, L.P. on August 30, 2010.
- (2) John M. Fife owns a controlling interest in, and has investment control over the portfolio of, St. George Investments, LLC, an Illinois limited liability company, which directly owns 278,936 shares of Common Stock of United American Healthcare Corporation, as disclosed in Amendment No. 9 to the Schedule 13D filed by John M. Fife on November 16, 2010 and the Statement of Changes in Beneficial Ownership on Form 4 filed by St. George Investments, LLC on June 8, 2010.
- (3) If the principal amount of the Convertible Promissory Note and the accrued interest thereon were converted in full immediately before maturity (i.e., after all interest has accrued), then the \$50,082 in accrued interest would also convert at the conversion price of \$0.20112 per share into 249,016 shares of Common Stock of United American Healthcare Corporation, in addition to the 1,988,862 shares issuable upon conversion of the \$400,000 principal amount.
- (4) United American Healthcare Corporation issued the Convertible Promissory Note to St. George Investments, LLC, whose sole member is John M. Fife.

Remarks:

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Chairman of the Board, President and Chief Executive Officer

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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