

HEARUSA INC
Form SC 13D/A
March 27, 2009

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 1)

HearUSA, Inc.
(Name of Issuer)

Common Stock, par value \$0.10
(Title of Class of Securities)

422360305
(CUSIP Number)

Ozarslan A. Tangun
c/o Patara GP, LLC
5050 Quorum Drive, Suite 312
Dallas, Texas 75254
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 11, 2009
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box: []

* 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 disclosures provided in a prior cover page.

The information required on 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).

CUSIP No. 422360305

1. NAME OF REPORTING PERSON:

Patara Capital, LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS (See Instructions)

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

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

1,450,932*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

1,450,932*

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

1,450,932*

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

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

3.2%*

14. TYPE OF REPORTING PERSON (See Instructions)

PN

*For purposes of Section 13(d) of the Act, the Reporting Person may be deemed to constitute a group with William M. Sams and, if so, would beneficially own 3,275,932 Shares representing 7.3% of such class.

CUSIP No. 422360305

1. NAME OF REPORTING PERSON:

Patara Partners, LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS (See Instructions)

AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

1,450,932*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

1,450,932*

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

1,450,932*

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions)

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

3.2%*

14. TYPE OF REPORTING PERSON (See Instructions)

PN

* For purposes of Section 13(d) of the Act, the Reporting Person may be deemed to constitute a group with William M. Sams and, if so, would beneficially own 3,275,932 Shares representing 7.3% of such class.

CUSIP No. 422360305

1. NAME OF REPORTING PERSON:

Patara Capital Management, LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS (See Instructions)

AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

1,450,932*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

1,450,932*

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

1,450,932*

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions)

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

3.2%*

14. TYPE OF REPORTING PERSON (See Instructions)

PN

* For purposes of Section 13(d) of the Act, the Reporting Person may be deemed to constitute a group with William M. Sams and, if so, would beneficially own 3,275,932 Shares representing 7.3% of such class.

CUSIP No. 422360305

1. NAME OF REPORTING PERSON:

William M. Sams

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS (See Instructions)

PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER

1,825,000*

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

1,825,000*

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

1,825,000*

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (See Instructions)

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

4.1%*

14. TYPE OF REPORTING PERSON (See Instructions)

IN

* For purposes of Section 13(d) of the Act, the Reporting Person may be deemed to constitute a group with the other Reporting Persons hereto and, if so, would beneficially own 3,275,932 Shares representing 7.3% of such class.

Item 1. Security and Issuer.

This statement on Schedule 13D relates to shares of common stock (the “Shares”) of HearUSA, Inc., a Delaware corporation (the “Issuer”). The Issuer’s principal executive offices are located at 1250 Northpoint Parkway, West Palm Beach, Florida, 33407.

Item 2.