

ALLIANCE IMAGING INC /DE/  
Form 3  
September 21, 2005

**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 <b>and</b> Ticker or Trading Symbol              |                                                                        |
| Â FREEMAN KENNETH W/NJ                    |         | (Month/Day/Year)                                                                | ALLIANCE IMAGING INC /DE/ [AIQ]                                 |                                                                        |
| (Last)                                    | (First) | (Middle)                                                                        | 09/12/2005                                                      |                                                                        |
| 1900 S. STATE COLLEGE BLVD.,Â SUITE 600   |         | 4. Relationship of Reporting Person(s) to Issuer                                |                                                                 | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         | (Check all applicable)                                                          |                                                                 |                                                                        |
| ANAHEIM,Â CAÂ 92806                       |         | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner |                                                                 | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                                                           | <input type="checkbox"/> Officer <input type="checkbox"/> Other |                                                                        |
|                                           |         | (give title below) (specify below)                                              |                                                                 | <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                    | 35,144,570                                            | I                                                        | See Footnote <sup>(1)</sup>                           |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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 Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|
|                                            |                                                          | Title                                                                       |                                                        |                                                      |                                                       |

|             |            |           |             |
|-------------|------------|-----------|-------------|
| Date        | Expiration | Amount or | or Indirect |
| Exercisable | Date       | Number of | (I)         |
|             |            | Shares    | (Instr. 5)  |

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |         |       |
|---------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                       | Director      | 10% Owner | Officer | Other |
| FREEMAN KENNETH W/NJ<br>1900 S. STATE COLLEGE BLVD.<br>SUITE 600<br>ANAHEIM, CA 92806 | X             | ^         | ^       | ^     |

## Signatures

Russell D. Phillips, Jr. 09/21/2005

\*\*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).
- Shares of Common Stock shown are beneficially owned by KKR 1996 GP L.L.C. and held by Viewer Holdings L.L.C. KKR 1996 GP L.L.C. is the sole general partner of KKR Associates 1996 L.P., which is the sole general partner of KKR 1996 Fund L.P. As of the date hereof, KKR 1996 Fund L.P. is the senior member of Viewer Holdings L.L.C. KKR 1996 GP L.L.C. is a limited liability company, of which the reporting person is a member. Additional shares of Common Stock are beneficially owned by Strata L.L.C. and held by Viewer Holdings L.L.C. Strata L.L.C. is the sole general partner of KKR Associates (Strata) L.P., which is a general partner of KKR Partners II L.P. As of this date, KKR Partners II L.P. is a member of Viewer Holdings L.L.C. Strata L.L.C. is a limited liability company, of which the reporting person is a member. The reporting person disclaims beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.