WHITEBOX ADVISORS LLC
Form 4/A
August 09, 2005

FORM 4

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

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITEBOX ADVISORS LLC

(Last) (First) (Middle)

3033 EXCELSIOR BOULEVARD, SUITE 300

(Street)

MINNEAPOLIS, MN 55416

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PENN TREATY AMERICAN CORP [PTA]

3. Date of Earliest Transaction (Month/Day/Year)
07/14/2005

4. If Amendment, Date Original Filed(Month/Day/Year)
07/14/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
__X__ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ Form filed by More than One Reporting Person

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. Transaction 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)
			Code	V	Amount	(A) or (D)	Price			

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

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amoun Underlying Securit

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Convertible Subordinated Notes (Right to Purchase) (1)	$ 7 (3)	07/14/2005		S		150,000 (4)	(5)	10/01/2008	Common Stock	21,4 (6
Convertible Subordinated Notes (Right to Purchase) (2)	$ 7 (3)	07/14/2005		S		150,000 (4)	(5)	10/01/2008	Common Stock	21,4 (6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITEBOX ADVISORS LLC 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Convertible Arbitrage Advisors, LLC 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Convertible Arbitrage Partners, L.P. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Convertible Arbitrage Fund, L.P. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Convertible Arbitrage Fund, Ltd. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Hedged High Yield Advisors, LLC 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		
Whitebox Hedged High Yield Partners, L.P. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416		X		

Whitebox Hedged High Yield Fund, L.P. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416	X	
Whitebox Hedged High Yield Fund, Ltd. 3033 EXCELSIOR BOULEVARD, SUITE 300 MINNEAPOLIS, MN 55416	X	

Signatures

/s/ Jonathan D. Wood, Chief Financial Officer for Whitebox Advisors, LLC	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Convertible Arbitrage Advisors, LLC	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Convertible Arbitrage Partners, LP	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Convertible Arbitrage Fund, L.P.	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Convertible Arbitrage Fund, Ltd.	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Hedged High Yield Advisors, LLC	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Hedged High Yield Partners, LP	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Hedged High Yield Fund, L.P.	08/09/2005
**Signature of Reporting Person	Date
/s/ Whitebox Hedged High Yield Fund, Ltd.	08/09/2005
**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) Reporting Person is Whitebox Convertible Arbitrage Partners, L.P. ("WHHYP").

(2) Reporting Person is Whitebox Hedged High Yield Partners, L.P. ("WHHYP").

(3) This amount reflects a four for one reverse stock split of shares of common stock of the Issuer, effective July 8, 2005.

(4) The Reporting Person is reporting a transaction which was inadvertently not included in the original report.

(5) Immediately Exercisable.

(6) Reported on an as converted basis.

(7) The general partner of WCAP, is Whitebox Convertible Arbitrage Advisors, LLC ("WCAA"), which manages accounts for the benefit of its clients WCAP, Whitebox Convertible Arbitrage Fund, L.P. ("WCAFLP") and Whitebox Convertible Arbitrage Fund, Ltd. ("WCAFLTD"); the general partner of WHHYP is Whitebox Hedged High Yield Advisors, LLC ("WHHYA"), which manages accounts for the benefit of its clients WHHYP, Whitebox Hedged High Yield Fund, L.P. ("WHYYFLP") and Whitebox Hedged High Yield Fund, Ltd. ("WHHYFLTD"). The managing member and controlling owner of each of WCAA, WHHYA and WIA is Whitebox Advisors, LLC. (Cont. in footnote 8)

(8) Based on the relationships described herein, these entities may be deemed to constitute a "group" within the meaning of Rule 13d-5(b)(1) under the Securities Exchange Act of 1934. The filing of this statement shall not be construed as an admission that Whitebox Advisors, LLC, WCCA, WHHYA, WCAP, WHHYP, WCAFLP, WHHYFLP, WCAFLTD and, WHHYFLTD are a group, or have agreed to act as a group. Whitebox Advisors, LLC, WCCA, WHHYA, WCAP, WHHYP, WCAFLP, WHHYFLP, WCAFLTD and WHHYFLTD each disclaim beneficial ownership of such shares of common stock except to the extent of their pecuniary interest in such shares.

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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Explanation of Responses: