

Edgar Filing: Emergency Medical Services CORP - Form SC 13G

Emergency Medical Services CORP
Form SC 13G
August 14, 2008

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. ___ *)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934

Emergency Medical Services Corporation
(NAME OF ISSUER)

Class A Common Stock
(TITLE OF CLASS OF SECURITIES)

29100P102
(CUSIP NUMBER)

August 8, 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)
 Rule 13d-1(c)
 Rule 13d-1(d)

(Page 1 of 13 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 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. 29100P102

13G

Page 2 of 13 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Highway Partners, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

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(a)
(b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 17,800

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
17,800

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
17,800

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES **

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
0.19%

(12) TYPE OF REPORTING PERSON **
PN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 3 of 13 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Thruway Partners, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
(a)
(b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

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Delaware

NUMBER OF (5) SOLE VOTING POWER
 SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
 OWNED BY 106,100

EACH (7) SOLE DISPOSITIVE POWER
 REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
 106,100

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
 BY EACH REPORTING PERSON
 106,100

(10) CHECK BOX IF THE AGGREGATE AMOUNT
 IN ROW (9) EXCLUDES CERTAIN SHARES ** []

(11) PERCENT OF CLASS REPRESENTED
 BY AMOUNT IN ROW (9)
 1.14%

(12) TYPE OF REPORTING PERSON **
 PN

 ** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 4 of 13 Pages

(1) NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO.
 OF ABOVE PERSON
 Expressway Partners Master Fund, Ltd.

(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
 SHARES 0

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BENEFICIALLY (6) SHARED VOTING POWER
359,000
OWNED BY _____
EACH (7) SOLE DISPOSITIVE POWER
0
REPORTING _____
PERSON WITH (8) SHARED DISPOSITIVE POWER
359,000

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
359,000

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES ** []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
3.85%

(12) TYPE OF REPORTING PERSON **
CO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 5 of 13 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Principled Capital Management, L.L.C.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
(a) [x]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0
BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 123,900
EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

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PERSON WITH (8) SHARED DISPOSITIVE POWER
123,900

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
123,900

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES ** []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
1.33%

(12) TYPE OF REPORTING PERSON **
OO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 6 of 13 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Principled Asset Administration, L.L.C.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
(a) [x]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 482,900

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
482,900

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON

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482,900

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES ** []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
5.17%

(12) TYPE OF REPORTING PERSON **
OO, IA

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 7 of 13 Pages

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Gerald C. Catenacci

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **
(a) [x]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Canada and United States

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 482,900

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
482,900

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
482,900

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES ** []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

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5.17%

(12) TYPE OF REPORTING PERSON **
IN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 29100P102

13G

Page 8 of 13 Pages

ITEM 1(a). NAME OF ISSUER:

The name of the issuer is Emergency Medical Services Corporation (the "Company").

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

6200 S. Syracuse Way, Suite 200, Greenwood Village, Colorado 80111

ITEM 2(a). NAME OF PERSON FILING:

This statement is filed by:

(i) Highway Partners, L.P. ("Highway"), a Delaware limited partnership, with respect to the shares of Class A Common Stock (defined in Item 2(d) below) directly owned by it;

(ii) Thruway Partners, L.P. ("Thruway"), a Delaware limited partnership, with respect to the shares of Class A Common Stock directly owned by it;

(iii) Expressway Partners Master Fund, Ltd. ("Expressway"), a Cayman Islands exempted company, with respect to the shares of Class A Common Stock directly owned by it;

(iv) Principled Capital Management, L.L.C. ("PCM"), a Delaware limited liability company, which is the general partner of Highway and Thruway, with respect to the Class A Common Stock directly owned by Highway and Thruway;

(v) Principled Asset Administration, L.L.C. ("PAA"), a Delaware limited liability company, which is the investment adviser to Highway, Thruway and Expressway, with respect to the Class A Common Stock directly owned by Highway, Thruway and Expressway; and

(vi) Gerald C. Catenacci ("Mr. Catenacci"), the managing member of PCM and PAA, with respect to the Class A Common Stock directly owned by Highway, Thruway and Expressway.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons". Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

ITEM 2(b). ADDRESS OF PRINCIPAL OFFICE OR, IF NONE, RESIDENCE:

The address of the business office of Highway, Thruway, PCM, PAA and Mr. Catenacci is 666 Fifth Avenue, 37th Floor, New York, New York 10103.

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The address of the registered office of Expressway is Walkers SPV Limited, Walker House, 87 Mary Street, George Town, Grand Cayman, KY1-9002, Cayman Islands.

ITEM 2(c). CITIZENSHIP:

Highway and Thruway are Delaware limited partnerships. Expressway is a Cayman Islands exempted company. PCM and PAA are Delaware limited liability companies. Mr. Catenacci has citizenship in Canada and the United States.

ITEM 2(d). TITLE OF CLASS OF SECURITIES: Class A Common Stock ("Class A Common Stock")

ITEM 2(e). CUSIP NUMBER: 29100P102

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b), OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:

CUSIP No. 29100P102

13G

Page 9 of 13 Pages

- (a) Broker or dealer registered under Section 15 of the Act
- (b) Bank as defined in Section 3(a)(6) of the Act
- (c) Insurance Company as defined in Section 3(a)(19) of the Act
- (d) Investment Company registered under Section 8 of the Investment Company Act
- (e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940
- (f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)
- (g) Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G); see item 7
- (h) Group, in accordance with Rule 13d-1(b)(1)(ii)(H)

IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(c) CHECK THIS BOX.

ITEM 4. OWNERSHIP.

A. Highway

- (a) Amount beneficially owned: 17,800
- (b) Percent of class: 0.19% The percentages used herein and in the rest of Item 4 are calculated based the 9,331,533 shares of Class A Common Stock issued and outstanding as of August 1, 2008 as reflected in the issuer's Form 10-Q filed August 7, 2008.
- (c)
 - (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 17,800
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 17,800

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B. Thruway

- (a) Amount beneficially owned: 106,100
- (b) Percent of class: 1.14%
- (c) (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 106,100
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 106,100

C. Expressway

- (a) Amount beneficially owned: 359,000
- (b) Percent of class: 3.85%
- (c) (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 359,000
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 359,000

D. PCM*

- (a) Amount beneficially owned: 123,900

CUSIP No. 29100P102

13G

Page 10 of 13 Pages

- (b) Percent of class: 1.33%
- (c) (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 123,900
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 123,900

E. PAA**

- (a) Amount beneficially owned: 482,900
- (b) Percent of class: 5.17%
- (c) (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 482,900
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 482,900

F. Mr. Catenacci***

- (a) Amount beneficially owned: 482,900
- (b) Percent of class: 5.17%
- (c) (i) Sole Power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 482,900
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition: 482,900

* PCM, as the general partner of Highway and Thruway, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway and Thruway. PCM disclaims beneficial ownership of the Class A Common Stock reported herein.

** PAA, as the investment adviser of Highway, Thruway and Expressway, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway, Thruway and Expressway. PAA disclaims beneficial ownership of the Class A Common Stock reported herein.

*** Mr. Catenacci, as the managing member of PCM and PAA with investment power and voting power, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway, Thruway and Expressway. Mr. Catenacci disclaims

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beneficial ownership of the Class A Common Stock reported herein.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.
Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.
PCM, as the general partner of Highway and Thruway, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway and Thruway. PCM disclaims beneficial ownership of the Class A Common Stock reported herein.

PAA, as the investment adviser of Highway, Thruway and Expressway, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway, Thruway and Expressway. PAA disclaims beneficial ownership of the Class A Common Stock reported herein.

Mr. Catenacci, as the managing member of PCM and PAA with investment power and voting power, may be deemed to be the beneficial owner of the Class A Common Stock directly owned by Highway, Thruway and Expressway. Mr. Catenacci disclaims beneficial ownership of the Class A Common Stock reported herein.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.
Not applicable.

CUSIP No. 29100P102

13G

Page 11 of 13 Pages

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.
See item 2.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.
Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(b))

By signing below the undersigned certify, to the best of their knowledge and belief, the securities referred to above were acquired in the ordinary course of business, were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

CUSIP No. 29100P102

13G

Page 12 of 13 Pages

SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: August 14, 2008

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HIGHWAY PARTNERS, L.P.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

THRUWAY PARTNERS, L.P.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

EXPRESSWAY PARTNERS MASTER FUND, LTD.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

PRINCIPLED CAPITAL MANAGEMENT, L.L.C.
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

PRINCIPLED ASSET ADMINISTRATION, L.L.C.
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

GERALD C. CATENACCI, INDIVIDUALLY
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci

EXHIBIT 1
JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or

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it knows or has reason to believe that such information is inaccurate.

Dated: August 14, 2008

HIGHWAY PARTNERS, L.P.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

THRUWAY PARTNERS, L.P.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

EXPRESSWAY PARTNERS MASTER FUND, LTD.
BY: PRINCIPLED ASSET ADMINISTRATION, L.L.C.
INVESTMENT ADVISER
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

PRINCIPLED CAPITAL MANAGEMENT, L.L.C.
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

PRINCIPLED ASSET ADMINISTRATION, L.L.C.
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci
Managing Member

GERALD C. CATENACCI, INDIVIDUALLY
BY: /s/ Gerald C. Catenacci

Gerald C. Catenacci