Ghanbari Reza Form 3 December 19, 2008

## FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 3. Issuer Name and Ticker or Trading Symbol Requiring Statement Ghanbari Reza VITAL IMAGES INC [VTAL] (Month/Day/Year) (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original 12/10/2008 Person(s) to Issuer Filed(Month/Day/Year) 5850 OPUS PKWY, SUITE 300 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director 10% \_X\_ Form filed by One Reporting Owner Person MINNETONKA, MNÂ 55343-4414 X Officer Other Form filed by More than One (give title below) (specify below) Reporting Person EVP, Strategy and Products (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 3. 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock (Restricted Stock Award) 15,000 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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)	vative Security 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	5. Ownership Form of Derivative	Form of (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect	

(I) (Instr. 5)

Employee Stock Option (right to buy)

 $\hat{A} \stackrel{(1)}{\underline{\phantom{A}}}$ 

12/10/2013 Common Stock

150,000

\$ 12.23

D Â

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ghanbari Reza

**SUITE 300** 

5850 OPUS PKWY

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EVP, Strategy and Products

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MINNETONKA, MNÂ 55343-4414

## **Signatures**

Reza Ghanbari 12/19/2008

\*\*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).

(1) The total of the grant vests at 28% one year after the date of grant and 2% a month thereafter, until fully vested.

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.

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