

ALLIANCE IMAGING INC /DE/
Form 3
April 26, 2007

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 *

Â Lane Curtis

(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/16/2007

3. Issuer Name and Ticker or Trading Symbol

ALLIANCE IMAGING INC /DE/ [AIQ]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

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

C/O MTS HEALTH
INVESTORS II, L.P., Â 623
FIFTH AVENUE, 15TH FLOOR

(Street)

NEW YORK, Â NY Â 10022

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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	1,600,000	I	See Footnote ⁽¹⁾
Common Stock	320,000	I	See Footnote ⁽²⁾
Common Stock	160,000	I	See Footnote ⁽³⁾
Common Stock	22,749,005	I	See Footnote ⁽⁴⁾

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

SEC 1473 (7-02)

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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lane Curtis C/O MTS HEALTH INVESTORS II, L.P. 623 FIFTH AVENUE, 15TH FLOOR NEW YORK, NY 10022	X	X		

Signatures

/s/ Curtis Lane 04/25/2007

**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).

These securities are owned by MTS Health Investors II, L.P. ("MTS"). MTS Health Investors II GP Holdings, LLC is the Class A member of MTS Health Investors II GP, LLC ("MTS GP"), which is the general partner of MTS. Each may be deemed to beneficially own these shares because they have discretionary authority and control over all of the assets of MTS pursuant to a partnership agreement (1) for MTS. These securities may be deemed beneficially owned by Mr. Lane by virtue of being a managing member of MTS Health Investors, LLC. Mr. Lane disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission that Mr. Lane has beneficial ownership of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.

These securities are owned by Alliance-MTS Co-Investors I, LLC ("MTS I LLC"). These securities may be deemed beneficially owned by Mr. Lane by virtue of being a managing member of MTS Health Investors, LLC, an affiliate of MTS GP. MTS GP is managing member of MTS I LLC and may be deemed to beneficially own the shares held by MTS I LLC because MTS has discretionary authority (2) and control over all of the assets of MTS I LLC pursuant to the Limited Liability Company Agreement. Mr. Lane disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission that Mr. Lane has beneficial ownership of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.

These securities are owned by Alliance - MTS Co-Investors II, LLC ("MTS II LLC"). These securities may be deemed beneficially owned by Mr. Lane by virtue of being a managing member of MTS Health Investors, LLC, an affiliate of MTS GP. MTS GP is managing member of MTS II LLC and may be deemed to beneficially own the shares held by MTS II LLC because MTS has discretionary authority (3) and control over all of the assets of MTS II LLC pursuant to the Limited Liability Company Agreement. Mr. Lane disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission that Mr. Lane has beneficial ownership of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.

(4) These securities are owned by OCM Principal Opportunities Fund IV, L.P. and Alliance-Oaktree Co-Investors, LLC. OCM Principal Opportunities Fund IV, L.P., Alliance-Oaktree Co-Investors, LLC, MTS, MTS I LLC and MTS II LLC are parties to a Stockholders' Agreement, dated April 16, 2007, which provides for certain terms regarding voting and disposal of the shares of the Issuer owned by the parties. Because of this agreement, these securities may be considered beneficially owned by MTS, MTS I LLC and MTS II LLC as members of a "group" as defined under Rule 13d-5(b)(1) of the Securities Exchange Act of 1934. Mr. Lane disclaims beneficial

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ownership of the securities reported herein, and the inclusion of these securities in this report shall not be deemed to be an admission that Mr. Lane has beneficial ownership of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.

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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