# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A* (Rule 13d-102)
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)
(Amendment No. 2)*
eHealth, Inc.
(Name of Issuer)
Common Stock, par value \$.001
(Title of Class of Securities)
28238P109
(CUSIP Number)
November 9, 2010
(Date of event which requires filing of this statement)
Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:  \[ \textstyle \text{Rule 13d-1(b)} \\ \text{xRule 13d-1(c)} \\ \textstyle \text{Rule 13d-1(d)} \]
(Page 1 of 22 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. 28238P1	09	13G/A	Page 2 of 22 Pages	
		_		
1	NAMES OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF A HealthCor Management, L.P.	NS ABOVE PERSONS (ENTITIES ONL	Y)	
2	CHECK THE APPROPRIATE BOX	X IF A MEMBER OF A GROUP**	(a) X (b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORO Delaware	GANIZATION		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	0	TING POWER		
	2,250,0			
	0	POSITIVE POWER		
PERSON WITH	2,250,0			
9	2,250,000	CIALLY OWNED BY EACH REPO		
10	CHECK BOX IF THE AGGREGAT	TE AMOUNT IN ROW (9) EXCLUD	ES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRESEN 10.14%	TED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** PN	*		
	** SEE IN	STRUCTIONS BEFORE FILLING (	DUT!	

CUSIP No. 28238P109		13G/A	Page 3 of 22 Pages
1	HealthCor Associates, LLC	OF ABOVE PERSONS (ENTITIES ONLY	()
2		BOX IF A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF Delaware	ORGANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	5 SOLE	VOTING POWER	
	_	ED VOTING POWER 250,000	
	0	DISPOSITIVE POWER	
PERSON WITH	2,2	ED DISPOSITIVE POWER 250,000	
9	2,250,000	EFICIALLY OWNED BY EACH REPOR	
10	CHECK BOX IF THE AGGRE	GATE AMOUNT IN ROW (9) EXCLUDE	ES CERTAIN SHARES**
11	10.14%	SENTED BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PERSO OO - limited liability compa		
	** SEE	E INSTRUCTIONS BEFORE FILLING O	UT!

1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** □  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%	CUSIP No. 28238P109		13G/A	Page 4 of 22 Pages
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) HealthCor Offshore, Ltd.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**  (a) X (b)   3  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  3  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5,83%				
3 SEC USE ONLY 4 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  4 SOLE DISPOSITIVE POWER 1,294,708  7 SOLE DISPOSITIVE POWER 0  8 SHARED DISPOSITIVE POWER 1,294,708  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**    PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5,83%	1	I.R.S. IDENTIFICATION NO. OF AB		Y)
4 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  4 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**    CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands   SOLE VOTING POWER   1,294,708    SHARED VOTING POWER   1,294,708    SHARED VOTING POWER   1,294,708    SHARED DISPOSITIVE POWER   1,294,708    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON   1,294,708    CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**    DESCRIPTION OF CLASS REPRESENTED BY AMOUNT IN ROW (9)   5.83%	2	CHECK THE APPROPRIATE BOX II	F A MEMBER OF A GROUP**	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING POWER 1,294,708  9 AGGREGATE AMOUNT BENEFICIALLY 0.1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%	3	SEC USE ONLY		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  1,294,708   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  1,294,708  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  5.83%	4		NIZATION	
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  1,294,708   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%	SHARES BENEFICIALLY OWNED BY EACH	9	NG POWER	
FACH REPORTING PERSON WITH		1,294,708	3	
1,294,708  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%		0		
1,294,708  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%	PERSON WITH	•		
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.83%	9		ALLY OWNED BY EACH REPO	RTING PERSON
5.83%	10	CHECK BOX IF THE AGGREGATE	AMOUNT IN ROW (9) EXCLUD	ES CERTAIN SHARES**
12 TYPE OF REPORTING PERSON**	11		ED BY AMOUNT IN ROW (9)	
OO - limited company	12			

CUSIP No. 28238P1	09	13G/A	Page 5 of 22 Pages
1	NAMES OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF A HealthCor Offshore Master Fund	BOVE PERSONS (ENTITIES (	ONLY)
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP	** (a) X (b) $\Box$
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORG Cayman Islands	ANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	0	ING POWER	
	1,294,7		
	0	OSITIVE POWER	
	1,294,7		
9	AGGREGATE AMOUNT BENEFIC 1,294,708		
10	CHECK BOX IF THE AGGREGAT	E AMOUNT IN ROW (9) EXC	LUDES CERTAIN SHARES**
11	PERCENT OF CLASS REPRESENT 5.83%	TED BY AMOUNT IN ROW (9	
12	TYPE OF REPORTING PERSON** OO - limited company		

CUSIP No. 28238P109		13G/A	Page 6 of 22 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABO HealthCor Offshore GP, LLC	OVE PERSONS (ENTITIES ONL	Y)
2	CHECK THE APPROPRIATE BOX IF	F A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGA Cayman Islands	NIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTIN	IG POWER	
	6 SHARED VO 1,294,708	TING POWER	
	0	SITIVE POWER	
	8 SHARED DIS 1,294,708	SPOSITIVE POWER	
9	AGGREGATE AMOUNT BENEFICIA 1,294,708	ALLY OWNED BY EACH REPOR	RTING PERSON
10	CHECK BOX IF THE AGGREGATE	AMOUNT IN ROW (9) EXCLUD	ES CERTAIN SHARES**
11	PERCENT OF CLASS REPRESENTE 5.83%	D BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PERSON** OO - limited company		

CUSIP No. 28238P1	09	13G/A	Page 7 of 22 Pages	
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF AI HealthCor Hybrid Offshore, Ltd.		LY)	
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP**	(a) X (b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGA Cayman Islands			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTI	NG POWER		
	317,723			
	0	OSITIVE POWER		
	317,723			
9	AGGREGATE AMOUNT BENEFIC 317,723			
10	CHECK BOX IF THE AGGREGATE	E AMOUNT IN ROW (9) EXCLUI	DES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRESENT 1.43%	ED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** OO - limited company			

CUSIP No. 28238P109		13G/A	Page 8 of 22 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF AI HealthCor Hybrid Offshore Mast	BOVE PERSONS (ENTITIES ONLY	)
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORG Cayman Islands	ANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY	0	NG POWER	
	317,723		
EACH REPORTING	0	OSITIVE POWER	
PERSON WITH	317,723		
9	AGGREGATE AMOUNT BENEFIC 317,723		
10	CHECK BOX IF THE AGGREGATE	E AMOUNT IN ROW (9) EXCLUDE	S CERTAIN SHARES**
11	PERCENT OF CLASS REPRESENT 1.43%	TED BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PERSON** OO - limited company		

CUSIP No. 28238P1	09	13G/A	Page 9 of 22 Pages	
1	NAMES OF REPORTING PERSON: I.R.S. IDENTIFICATION NO. OF AI HealthCor Hybrid Offshore GP, I	BOVE PERSONS (ENTITIES (	ONLY)	
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP	(a) X (b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORG Cayman Islands			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	0	ING POWER		
	6 SHARED V	OTING POWER		
	0	OSITIVE POWER		
	317,723			
9	AGGREGATE AMOUNT BENEFIC 317,723			
10	CHECK BOX IF THE AGGREGATE	E AMOUNT IN ROW (9) EXCI	LUDES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRESENT 1.43%	TED BY AMOUNT IN ROW (9		
12	TYPE OF REPORTING PERSON** OO - limited company			

CUSIP No. 28238P109		13G/A	Page 10 of 22 Pages
1	NAMES OF REPORTING PI I.R.S. IDENTIFICATION NO HealthCor Group, LLC	ERSONS ). OF ABOVE PERSONS (ENTITIES ONI	Y)
2		E BOX IF A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE C Delaware	OF ORGANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	2	E VOTING POWER 0	
	•	RED VOTING POWER 2,250,000	
		E DISPOSITIVE POWER 0	
	· ·	RED DISPOSITIVE POWER 2,250,000	
9	AGGREGATE AMOUNT BI 2,250,000	ENEFICIALLY OWNED BY EACH REPO	RTING PERSON
10	CHECK BOX IF THE AGGI	REGATE AMOUNT IN ROW (9) EXCLUI	DES CERTAIN SHARES**
11	10.14%	RESENTED BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PER OO - limited liability cor		

CUSIP No. 28238P109		13G/A -	Page 11 of 22 Pages
1	NAMES OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF A HealthCor Capital, L.P	NS ABOVE PERSONS (ENTITIES ONLY	<u></u>
2	CHECK THE APPROPRIATE BOX	X IF A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORC Delaware	GANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOT	TING POWER	
	637,569		
	0	POSITIVE POWER	
	637,569		
9	AGGREGATE AMOUNT BENEFIO 637,569	CIALLY OWNED BY EACH REPOR	TING PERSON
10	CHECK BOX IF THE AGGREGAT	E AMOUNT IN ROW (9) EXCLUDE	ES CERTAIN SHARES**
11	PERCENT OF CLASS REPRESENT 2.87%	TED BY AMOUNT IN ROW (9)	
12	TYPE OF REPORTING PERSON** PN	*	

CUSIP No. 28238P109		13G/A	Page 12 of 22 Pages	
1	NAMES OF REPORTING PER I.R.S. IDENTIFICATION NO. O HealthCor L.P.	SONS DF ABOVE PERSONS (ENTITIES ONL	Y)	
2		BOX IF A MEMBER OF A GROUP**	(a) X (b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF Delaware	ORGANIZATION		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	0	VOTING POWER ED VOTING POWER		
		7,569 DISPOSITIVE POWER		
	8 SHARE	ED DISPOSITIVE POWER 7,569		
9	AGGREGATE AMOUNT BEN 637,569	EFICIALLY OWNED BY EACH REPO	RTING PERSON	
10	CHECK BOX IF THE AGGRE	GATE AMOUNT IN ROW (9) EXCLUD	ES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRES 2.87%	SENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSO	)N**		

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
2	Arthur Cohen CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**	(a) X (b) □
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY	5 SOLE VOTING POWER 0	
	6 SHARED VOTING POWER 2,250,000	
EACH REPORTING	7 SOLE DISPOSITIVE POWER 0	
PERSON WITH	8 SHARED DISPOSITIVE POWER 2,250,000	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,250,000	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.14%	
12	TYPE OF REPORTING PERSON** IN	

13G/A

Page 13 of 22 Pages

CUSIP No. 28238P109

CUSIP No. 28238P109		13G/A	Page 14 of 22 Pages	
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF AB Joseph Healey		DNLY)	
2	CHECK THE APPROPRIATE BOX II	F A MEMBER OF A GROUP*	** (a) X (b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGA United States	ANIZATION		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	5 SOLE VOTIN			
	2,250,000			
	0	SITIVE POWER		
PERSON WITH	2,250,000			
9	AGGREGATE AMOUNT BENEFICL 2,250,000			
10	CHECK BOX IF THE AGGREGATE	AMOUNT IN ROW (9) EXCL	UDES CERTAIN SHARES**	
11	PERCENT OF CLASS REPRESENTE 10.14%	ED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** IN			

### Item 1 (a). NAME OF ISSUER.

eHealth, Inc.

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

440 East Middlefield Road Mountain View, CA 94043.

### Item 2 (a, b, c) NAME OF PERSON FILING:

This statement is filed by:

- (i) HealthCor Management, L.P., a Delaware limited partnership; Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (ii) HealthCor Associates, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (iii) HealthCor Offshore, Ltd., a Cayman Islands limited company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (iv) HealthCor Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (v) HealthCor Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (vi) HealthCor Hybrid Offshore, Ltd., a Cayman Islands limited company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (vii) HealthCor Hybrid Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (viii) HealthCor Hybrid Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (ix) HealthCor Group, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (x) HealthCor Capital, L.P., a Delaware limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
- (xi) (xi) HealthCor, L.P., a Delaware limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019:

- (xii) Joseph Healey; Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019; and
- (xiii) Arthur Cohen, 12 South Main Street, #203 Norwalk, Ct 06854.

Both Mr. Healey and Mr. Cohen are United States citizens.

The persons at (i) through (xiii) above are collectively referred to herein as the "Reporting Persons".

### Item 2(d) TITLE OF CLASS OF SECURITIES:

Common Stock, par value \$.001 (the "Common Stock").

### Item 2(a). CUSIP NUMBER:

28238P109

**Item 3.** Not applicable.

### Item 4. OWNERSHIP.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

Collectively, HealthCor, L.P., Healthcor Offshore Master Fund, L.P. and HealthCor Hybrid Offshore Master Fund, L.P. (each a "Fund" and together, the "Funds") are the beneficial owners of a total of 2,250,000 shares of the Common Stock of the Issuer. By virtue of their position as feeder funds, HealthCor Offshore, Ltd. and HealthCor Hybrid Offshore, Ltd. may be deemed beneficial owners of the shares of Common Stock owned by HealthCor Offshore Master Fund, L.P., and HealthCor Hybrid Offshore Master Fund, L.P., respectively.

HealthCor Offshore GP, LLC is the general partner of HealthCor Offshore Master Fund, L.P. Accordingly, HealthCor Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P.

HealthCor Hybrid Offshore GP, LLC is the general partner of HealthCor Hybrid Offshore Master Fund, L.P. Accordingly, HealthCor Hybrid Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Hybrid Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P.

By virtue of its position as the investment manager of the Funds, HealthCor Management, L.P. may be deemed a beneficial owner of all the shares of Common Stock owned by the Funds. HealthCor Associates, LLC is the general partner of HealthCor Management, L.P. and thus may also be deemed to beneficially own the shares of Common Stock that are beneficially owned by the Funds.

HealthCor Group LLC is the general partner of HealthCor Capital, L.P., which is in turn the general partner of HealthCor, L.P. Accordingly, each of HealthCor Capital L.P. and HealthCor Group, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor, L.P.

As the Managers of HealthCor Associates, LLC, Arthur Cohen and Joseph Healey exercise both voting and investment power with respect to the shares of Common Stock reported herein, and therefore each may be deemed a beneficial owner of such Common Stock.

Each of the Reporting Persons hereby disclaims any beneficial ownership of any such Shares in excess of their actual pecuniary interest therein.

### Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

### Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not Applicable

# Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not Applicable

### Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not Applicable

# Item 9. NOTICE OF DISSOLUTION OF GROUP.

Not Applicable

CUSIP No. 28238P109	13G/A	Page 18 of 22 Pages	

### Item 10. CERTIFICATION.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit I: Joint Acquisition Statement, dated as of November 12, 2010.

### **SIGNATURES**

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

DATED: November 12, 2010

HEALTHCOR MANAGEMENT, L.P., for itself and as manager on behalf of (i) HEALTHCOR OFFSHORE, LTD. and

(i) HEALTHCOR OFFSHORE, LTD. and (ii) HEALTHCOR HYBRID OFFSHORE, LTD.

By: HealthCor Associates, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR CAPITAL, L.P., for itself and as general partner on behalf of HEALTHCOR L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR OFFSHORE GP, LLC,

for itself and as general partner on behalf of HEALTHCOR OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR HYBRID OFFSHORE GP, LLC,

for itself and as general partner on behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P.  $\,$ 

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

CUSIP No. 28238P109	13G/A	Page 20 of 22 Pages
	HEALTHCOR ASSOCIATION	ES, LLC
	By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel	
	HEALTHCOR GROUP, LL	C
	By: /s/ John H. Coghlin	
	Name: John H. Coghlin Title: General Counsel	
	JOSEPH HEALEY, Individ	ually
	/s/ Joseph Healey	
	ARTHUR COHEN, Individ	ually
	/s/ Arthur Cohen	

#### **EXHIBIT 1**

### JOINT ACQUISITION STATEMENT

## **PURSUANT TO RULE 13d-1(k)**

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: November 12, 2010

HEALTHCOR MANAGEMENT, L.P., for itself and as manager on behalf of (i) HEALTHCOR OFFSHORE, LTD. and (ii) HEALTHCOR HYBRID OFFSHORE, LTD.

By: HealthCor Associates, LLC, its general partner

By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel

HEALTHCOR CAPITAL, L.P., for itself and as general partner on behalf of HEALTHCOR L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel

HEALTHCOR OFFSHORE GP, LLC,

for itself and as general partner on behalf of HEALTHCOR OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel

# HEALTHCOR HYBRID OFFSHORE GP, LLC,

for itself and as general partner on behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR ASSOCIATES, LLC

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR GROUP, LLC

By: /s/ John H. Coghlin Name: John H. Coghlin Title: General Counsel

JOSEPH HEALEY, Individually

/s/ Joseph Healey

ARTHUR COHEN, Individually

/s/ Arthur Cohen