CAPTARIS INC Form SC 13D/A October 14, 2008

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

#### SCHEDULE 13D (Rule 13d-101)

### INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 1)1

Captaris, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

1407N104

(CUSIP Number)

### STEVEN WOLOSKY, ESQ. OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP Park Avenue Tower 65 East 55th Street New York, New York 10022 (212) 451-2300 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 4, 2008

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box ".

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

<sup>1</sup> 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 disclosures provided in a prior cover page.

### Edgar Filing: CAPTARIS INC - Form SC 13D/A

The information required on 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).

1	NAME OF REPORTING	PERSON			
2	PARCHE, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o				
3	SEC USE ONLY				
4	SOURCE OF FUNDS				
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP OR PLAC	CE OF ORGANIZATION			
NUMBER OF SHARES	Delaware 7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH	8	- 0 - SHARED VOTING POWER			
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER			
	10	- 0 - SHARED DISPOSITIVE POWI	ER		
11	AGGREGATE AMOUN	- 0 - T BENEFICIALLY OWNED BY EACH	H REPORTING PERSON		
12	- 0 - CHECK BOX IF THE AG EXCLUDES CERTAIN S	GGREGATE AMOUNT IN ROW (11) SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14	0% TYPE OF REPORTING PERSON				
	00				
2					

1	NAME OF REPORTING	G PERSON	
2 3		AND OPPORTUNITY MASTER FUND I RIATE BOX IF A MEMBER OF A	LTD (a) x (b) o
4	SOURCE OF FUNDS		
5		LOSURE OF LEGAL PROCEEDINGS ANT TO ITEM 2(d) OR 2(e)	
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
NUMBER OF SHARES	Cayman Islands 7	SOLE VOTING POWER	
BENEFICIALLY OWNED BY EACH	8	- 0 - SHARED VOTING POWER	
REPORTING PERSON WITH	9	- 0 - SOLE DISPOSITIVE POWER	
	10	- 0 - SHARED DISPOSITIVE POWE	R
11	AGGREGATE AMOUN	- 0 - NT BENEFICIALLY OWNED BY EACH	REPORTING PERSON
12	- 0 - CHECK BOX IF THE A EXCLUDES CERTAIN	AGGREGATE AMOUNT IN ROW (11) SHARES	
13	PERCENT OF CLASS F	REPRESENTED BY AMOUNT IN ROW	(11)
14	0% TYPE OF REPORTING	PERSON	
	СО		
3			

1	NAME OF RE	PORTING PERS	ON			
2 3	RCG PB, LTD CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o SEC USE ONLY					
4	SOURCE OF F	FUNDS				
5	WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)					
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION			
NUMBER OF SHARES	Delaware	7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH		8	476,758 SHARED VOTING POWER			
REPORTING PERSON WITH		9	- 0 - SOLE DISPOSITIVE POWER			
		10	476,758 SHARED DISPOSITIVE POWE	R		
11	AGGREGATE	AMOUNT BEN	- 0 - EFICIALLY OWNED BY EACH	REPORTING PERSON		
12		IF THE AGGREO ERTAIN SHARE	GATE AMOUNT IN ROW (11)			
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)		
14	1.8% TYPE OF REP	ORTING PERSC	DN			
	СО					

1	NAME OF REP	ORTING PERS	ON		
2	RAMIUS ENTERPRISE MASTER FUND LTDCHECK THE APPROPRIATE BOX IF A MEMBER OF A(a) xGROUP(b) o				
3	SEC USE ONLY	Y			
4	SOURCE OF FU	UNDS			
5	WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP (	OR PLACE OF (	ORGANIZATION		
	Cayman Islands				
NUMBER OF SHARES	•	7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH		8	252,974 SHARED VOTING POWER		
REPORTING PERSON WITH	(	9	- 0 - SOLE DISPOSITIVE POWER		
	1	0	252,974 SHARED DISPOSITIVE POWE	R	
11	AGGREGATE A	AMOUNT BENI	- 0 - EFICIALLY OWNED BY EACH	REPORTING PERSON	
12	252,974 CHECK BOX II EXCLUDES CE		GATE AMOUNT IN ROW (11) ES		
13	PERCENT OF C	CLASS REPRES	ENTED BY AMOUNT IN ROW	(11)	
14	Less than 1% TYPE OF REPO	ORTING PERSO	N		
	СО				

1	NAME OF REF	PORTING PERSO	ON		
2 3		APPROPRIATE E	TRAGE MASTER FUND LTD BOX IF A MEMBER OF A	(a) x (b) o	
4	SOURCE OF F	UNDS			
5	WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP	OR PLACE OF (	ORGANIZATION		
NUMBER OF SHARES	Cayman Islands	7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH		8	243,244 SHARED VOTING POWER		
REPORTING PERSON WITH		9	- 0 - SOLE DISPOSITIVE POWER		
		10	243,244 SHARED DISPOSITIVE POWE	R	
11	AGGREGATE	AMOUNT BEN	- 0 - EFICIALLY OWNED BY EACH	REPORTING PERSON	
12		F THE AGGREC ERTAIN SHARE	GATE AMOUNT IN ROW (11)		
13	PERCENT OF	CLASS REPRES	ENTED BY AMOUNT IN ROW	(11)	
14	Less than 1% TYPE OF REPO	ORTING PERSO	DN		
	СО				

1	NAME OF RE	PORTING PERS	ON		
2 3			BOX IF A MEMBER OF A	(a) x (b) o	
4	SOURCE OF F	FUNDS			
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)				
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION		
NUMBER OF SHARES	Delaware	7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH	7	8	972,976 SHARED VOTING POWER		
REPORTING PERSON WITH		9	- 0 - SOLE DISPOSITIVE POWER		
		10	972,976 SHARED DISPOSITIVE POWE	R	
11	AGGREGATE	AMOUNT BEN	- 0 - EFICIALLY OWNED BY EACH	REPORTING PERSON	
12		IF THE AGGREO ERTAIN SHARE	GATE AMOUNT IN ROW (11) ES		
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)	
14	3.7% TYPE OF REP	ORTING PERSC	DN		
	ΙΑ				

2       CKCG STARBOARD ADVISORS, LLC GROUP       (a) x (b) o         3       SEC USE ONLY       (b) o         3       SEC USE ONLY       (b) o         4       SOURCE OF FUNDS       (b) o         5       CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS       -         6       CHTZENSHIP OR PLACE OF ORGANIZATION       -         6       CHTZENSHIP OR PLACE OF ORGANIZATION       -         7       SOLE VOTING POWER       -         8       SHARES       -         9       SOLE DISPOSITIVE POWER       -         6       -0-       -         0WHED BY       8       SHARED DISPOSITIVE POWER         6       -0-       -         0WHED BY       9       SOLE DISPOSITIVE POWER         6       -0-       -         0WHED BY       9       SOLE DISPOSITIVE POWER         10       -0-       -         11       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         12       -0-       -         13       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)         14       -0%       -         15       O%       -         14       -       -	1	NAME OF REPORTING PER	RSON			
5CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT 'O TTEM 2(d) OR 2(e)6CITIZENSHIP OR PLACE OF ORGANIZATION6Delaware7SOLE VOTING POWER8OF O - OWNED BY8OF O - OWNED BY9OLE DISPOSITIVE POWER8O - OC- SOLE DISPOSITIVE POWER9O - SOLE DISPOSITIVE POWER10O - 	3	CHECK THE APPROPRIATE BOX IF A MEMBER OF A(a) xGROUP(b) oSEC USE ONLY				
IS REQUIRED PURSUANT TO TEM 2(d) OR 2(e)         6       CITIZENSHIP OR PLACE OF GANIZATION         belaware       Delaware         NUMBER OF SHARES       7       SOLE VOTING POWER         BENEFICIALLY       8       -0 -         OWNED BY EACH       6       -0 -         PERSON WITH       9       -0 -         SIDE DISPOSITIVE POWER       -0 -         SIDE DISPOSITIVE POWER       -0 -         10       -0 -         SIDE DISPOSITIVE POWER       -0 -         11       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         12       -0 -         13       PERCENT OF CLASS REPREFICTION SHARES         14       Off	4	SOURCE OF FUNDS				
Delaware       7       SOLE VOTING POWER         SHARES       - 0 -         SHARES       - 0 -         SHARES       - 0 -         SWNED BY       8       - 0 -         SENEFICIALLY       8       - 0 -         SENEFICIALY       9       - 0 -         SENEFICIALY       9       - 0 -         SENEFICIALY       9       - 0 -         SENEFICIALY       - 0 -       - 0 -         SUBLE DISPOSITIVE POWER       - 0 -         10       - 0 -       - 0 -         11       AGGREGATE AMOUNT BEFECIALLY OWNED BY EACH REPORTING PERSON         12       - 0 -       - 0 -         13       PERCENTING SERFECTIONS SHARES         14       - 0 -       - 0 -	5					
NUMBER OF SHARES7SOLE VOTING POWERBENEFICIALLY- 0 -OWNED BY8SHARED VOTING POWEREACH REPORTING- 0 -PERSON WITH9SOLE DISPOSITIVE POWER10- 0 -11- 0 -AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON12- 0 -13PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) "140%	6	CITIZENSHIP OR PLACE O	<b>F ORGANIZATION</b>			
OWNED BY EACH REPORTING PERSON WITH8SHARED VOTING POWER9-0- SOLE DISPOSITIVE POWER10-0- SHARED DISPOSITIVE POWER11AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON12-0- CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES CERTAIN SHARES13PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)140% TYPE OF REPORTING PERSON			SOLE VOTING POWER			
PERSON WITH9SOLE DISPOSITIVE POWER10-0- SHARED DISPOSITIVE POWER11AGGREGATE AMOUNT BETCIALLY OWNED BY EACH REPORTING PERSON12-0- CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES CERTAIN SHARES13PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)140% TYPE OF REPORTING PERSON	OWNED BY		-			
10SHARED DISPOSITIVE POWER-0-11AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON12-0-12-0-CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)EXCLUDES CERTAIN SHARES13PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)140%140%14		9	-			
<ul> <li>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</li> <li>-0- CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES CERTAIN SHARES</li> <li>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</li> <li>0% TYPE OF REPORTING PERSON</li> </ul>		10		R		
<ul> <li>12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES CERTAIN SHARES</li> <li>13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</li> <li>14 0% TYPE OF REPORTING PERSON</li> </ul>	11	AGGREGATE AMOUNT BE	-	REPORTING PERSON		
0% 14 TYPE OF REPORTING PERSON	12	CHECK BOX IF THE AGGR				
14TYPE OF REPORTING PERSON	13	PERCENT OF CLASS REPR	ESENTED BY AMOUNT IN ROW	(11)		
IA, OO	14					
		IA, OO				

RAMIUS LLC 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o 3 SEC USE ONLY	
4 SOURCE OF FUNDS	
5 OO 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	
6 CITIZENSHIP OR PLACE OF ORGANIZATION	
Delaware NUMBER OF 7 SOLE VOTING POWER SHARES	
BENEFICIALLY 972,976 OWNED BY 8 SHARED VOTING POWER EACH	
REPORTING- 0 -PERSON WITH9SOLE DISPOSITIVE POWER	
972,976 10 SHARED DISPOSITIVE POWER	
- 0 - 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PE	ERSON
972,976 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES CERTAIN SHARES	
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
<ul><li>3.7%</li><li>14 TYPE OF REPORTING PERSON</li></ul>	
00	

1	NAME OF REL	PORTING PERS	ON			
2 3	C4S & CO., L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o SEC USE ONLY					
4	SOURCE OF F	UNDS				
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)					
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION			
NUMBER OF SHARES	Delaware	7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH		8	972,976 SHARED VOTING POWER			
REPORTING PERSON WITH		9	- 0 - SOLE DISPOSITIVE POWER			
		10	972,976 SHARED DISPOSITIVE POWE	R		
11	AGGREGATE	AMOUNT BEN	- 0 - EFICIALLY OWNED BY EACH	REPORTING PERSON		
12		IF THE AGGREC ERTAIN SHARE	GATE AMOUNT IN ROW (11)			
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)		
14	3.7% TYPE OF REP	ORTING PERSC	DN			
	00					

1	NAME OF RE	PORTING PERS	ON			
2 3	PETER A. COHEN CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o SEC USE ONLY					
4	SOURCE OF F	FUNDS				
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)					
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION			
NUMBER OF SHARES	USA	7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH		8	- 0 - SHARED VOTING POWER			
REPORTING PERSON WITH		9	972,976 SOLE DISPOSITIVE POWER			
		10	- 0 - SHARED DISPOSITIVE POWE	R		
11	AGGREGATE	AMOUNT BEN	972,976 EFICIALLY OWNED BY EACH	REPORTING PERSON		
12		IF THE AGGREC ERTAIN SHARE	GATE AMOUNT IN ROW (11) ES			
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)		
14	3.7% TYPE OF REP	ORTING PERSO	DN			
	IN					

1	NAME OF RE	PORTING PERS	ON			
2 3			BOX IF A MEMBER OF A	(a) x (b) o		
4	SOURCE OF F	FUNDS				
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)					
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION			
NUMBER OF SHARES	USA	7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH	7	8	- 0 - SHARED VOTING POWER			
REPORTING PERSON WITH		9	972,976 SOLE DISPOSITIVE POWER			
		10	- 0 - SHARED DISPOSITIVE POWE	R		
11	AGGREGATE	AMOUNT BEN	972,976 EFICIALLY OWNED BY EACH	REPORTING PERSON		
12		IF THE AGGREC ERTAIN SHARE	GATE AMOUNT IN ROW (11) ES			
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)		
14	3.7% TYPE OF REP	ORTING PERSO	DN			
	IN					

1	NAME OF RE	PORTING PERS	ON			
2 3			BOX IF A MEMBER OF A	(a) x (b) o		
4	SOURCE OF F	FUNDS				
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)					
6	CITIZENSHIP	OR PLACE OF	ORGANIZATION			
NUMBER OF SHARES	USA	7	SOLE VOTING POWER			
BENEFICIALLY OWNED BY EACH	7	8	- 0 - SHARED VOTING POWER			
REPORTING PERSON WITH		9	972,976 SOLE DISPOSITIVE POWER			
		10	- 0 - SHARED DISPOSITIVE POWE	R		
11	AGGREGATE	AMOUNT BEN	972,976 EFICIALLY OWNED BY EACH	REPORTING PERSON		
12		IF THE AGGREC ERTAIN SHARE	GATE AMOUNT IN ROW (11) ES			
13	PERCENT OF	CLASS REPRES	SENTED BY AMOUNT IN ROW	(11)		
14	3.7% TYPE OF REP	ORTING PERSO	DN			
	IN					

1	NAME OF REPORTING PERSON			
2 3	THOMAS W. STRAUSS CHECK THE APPROPRIATE BOX IF A MEMBER OF A (a) x GROUP (b) o SEC USE ONLY			
4	SOURCE OF FUNDS			
5	OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS " IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	USA	7	SOLE VOTING POWER	
	7	8	- 0 - SHARED VOTING POWER	
REPORTING PERSON WITH		9	972,976 SOLE DISPOSITIVE POWER	
		10	- 0 - SHARED DISPOSITIVE POWE	R
11	972,976 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	972,976 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
14	3.7% TYPE OF REPORTING PERSON			
	IN			