

CERNER CORP /MO/
Form 8-K
September 08, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): September 8, 2004

Cerner Corporation

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-15386

43-1196944

(Commission File Number)

(IRS Employer Identification No.)

2800 Rockcreek Parkway, Suite 601, North Kansas City, Missouri

64117

(Address of Principal Executive Offices)

(Zip Code)

(816) 221-1024

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.03. Creation of a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement of a Registrant.

On September 1, 2004, the Company entered into a third amendment (the "Third Amendment") to the Credit Agreement between Cerner Corporation and U.S. Bank National Association as administrative agent and head arranger; LaSalle Bank National Association, as document agent; Commerce Bank, N.A.; and, UMB Bank, N.A., dated as of May 31, 2002, and as amended July 22, 2002 and April 30, 2003, and filed as exhibits 4(a) to Company's Quarterly Report on Form 10-Q for the quarter ended June 29, 2002 (the "Credit Agreement"), as Exhibit 4(d) to the Company's Annual Report on Form 10-K for the year ended December 28, 2002 (the "First Amendment"), and, as Exhibit 4(f) to the Company's Quarterly Report on Form 10-Q for the quarter ended June 28, 2003 (the "Second Amendment"), all of which are incorporated herein by reference, the Credit Agreement, First Amendment and Second Amendment hereinafter referred to collectively as the "Credit Agreement").

The material amendments in the Third Amendment extend the maturity date for the revolving credit facility to May 31, 2007 and amend certain financial covenants or related definitions as set forth in the attached. Other material terms of the Credit Agreement remain unchanged and have been previously reported in the Company's Annual Report on Form 10-K for the fiscal year ended January 3, 2004, which is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

c) Exhibits

99.1 Third Amendment to Credit Agreement dated September 1, 2004 between the Company and U.S. Bank National Association, LaSalle Bank National Association, Commerce Bank, N.A. and UMB Bank, N.A.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

CERNER CORPORATION

Date: September 8, 2004

By: /s/ Marc G. Naughton

Marc G. Naughton, Senior Vice President,
Treasurer and Chief Financial Officer

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EXHIBIT INDEX

Exhibit Number	Description
99.1	Third Amendment to Credit Agreement dated September 1, 2004.