
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 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: **August 18, 2010**)

Angeion Corporation

(Exact name of Registrant as Specified in its Charter)

Minnesota

(State or Other Jurisdiction of Incorporation)

001-13543

(Commission File Number)

41-1579150

(I.R.S. Employer Identification No.)

**350 Oak Grove Parkway
Saint Paul, MN**

(Address of principal executive offices)

55127-8599

(Zip Code)

651-484-4874

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:

- 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 1.01 Entry Into a Material Definitive Agreement

On August 18, 2010, Angeion Corporation (“Angeion” or the “Company”), and BlueLine Partners, LLC, a California limited liability company (“BlueLine”) entered into an agreement that resolved the matters discussed in the BlueLine August 10, 2010 Schedule 13D filed with the Securities and Exchange Commission. The BlueLine Schedule 13D expressed concern with respect to the direction of the Company and among other things: (i) proposed the reformation of the Board of Directors of Angeion, (ii) proposed the calling of a Special Meeting of Shareholders of Angeion to remove the current Board of Directors and replace the Board with new directors, and (iii) requested that current shareholders of Angeion complete and provide BlueLine with a “Demand by Shareholder for Special Meeting.”

After the filing of the BlueLine Schedule 13D, Angeion and BlueLine entered into discussions with a view to resolving the matters discussed in the Schedule 13D. As a result of those discussions, Angeion and BlueLine agreed that it was in the best interests of the Company’s shareholders, employees and customers to establish a framework under which Angeion could continue to operate and could implement some of the BlueLine suggestions without calling a Special Meeting of Shareholders and incurring the expense of a proxy fight.

The agreement between Angeion and BlueLine, a copy of which is attached as Exhibit 10.1 to this Form 8-K, provides as follows:

- As soon as practical, but no later than September 1, 2010, Angeion and BlueLine will establish a reconstituted Angeion Board consisting of seven members.
- Four of the current members of the Board, including Scott A Shuda, a Managing Director of BlueLine, will remain directors of Angeion. The three continuing directors of Angeion other than Mr. Shuda will be current directors of Angeion initially acceptable to BlueLine. These four continuing directors will select three new directors, each of whom must be reasonably acceptable to each of the continuing directors.
- In connection with the Agreement, each of current directors of Angeion other than Mr. Shuda provided the Board of Directors and BlueLine a written letter in substantially the form attached as Exhibit 10.2 to this Form 8-K under which the director agreed to resign from the Angeion Board, with the resignation to be effective upon acceptance by the Board.

- BlueLine agreed to immediately abandon all efforts to call a Special Meeting of Shareholders.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

In connection with the agreement referred to in Item 1.01 of this Form 8-K, each of the six directors of Angeion other than Mr. Shuda submitted a resignation letter to the Chair of the Board of Directors of Angeion and to BlueLine. Three of those directors will continue as Angeion directors and the resignation of the other three directors will be accepted.

In connection with the implementation of the agreement and the establishment of the reconstituted Angeion Board of Directors, the Company will file one or more subsequent Forms 8-K indicating the names of the directors whose resignations have been accepted and providing information regarding the new members of the Angeion Board of Directors.

Item 9.01 Financial Statements and Exhibits:

Exhibit Number	Description
Exhibit 10.1	Agreement dated as of August 18, 2010, between Angeion Corporation and BlueLine Partners, L.L.C.
Exhibit 10.2	Form of Angeion Corporation Director Resignation Letter
Exhibit 99.1	Angeion Corporation Press Release dated August at 18, 2010

SIGNATURE

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.

ANGEION CORPORATION

Dated: August 23, 2010

By: /s/ Rodney A. Young
Rodney A. Young
President and Chief Executive Officer

AGREEMENT

This Agreement is entered into as of the 18th day of August, 2010 between Angeion Corporation, a Minnesota corporation, (“Angeion”) and BlueLine Partners, LLC, a California limited liability company and its affiliated parties (“BlueLine”).

RECITALS

WHEREAS, on August 10, 2010, BlueLine filed an Amended Schedule 13D (“August 10, 2010 Schedule 13D”) with the Securities and Exchange Commission (“SEC”), that, among other things, (i) proposed the reformation of the Board of Directors of Angeion, (ii) proposed the calling of a Special Meeting of Shareholders of Angeion to remove the current Board of Directors and replace the Board with new directors, and (iii) requested that current shareholders of Angeion complete and provide BlueLine with a “Demand by Shareholder for Special Meeting.”

WHEREAS, Angeion and BlueLine entered into discussions with respect to resolving the matters discussed in the BlueLine August 10, 2010 Schedule 13D and have agreed that it is the best interests of the Company’s shareholders, employees and customers to establish a framework under which Angeion can continue to operate and can implement some of the suggestions of BlueLine without calling a Special Meeting of Shareholders and incurring the expense of a proxy fight.

THEREFORE, Angeion and BlueLine hereby agree as follows:

1. As soon as practical after execution of this Agreement, but in no event more than 10 business days from the date of this Agreement, Angeion and Blue Line will establish a reconstituted Board of Directors, following the process set forth in this Agreement.
2. The reconstituted board will consist of seven members, four of whom, including Scott A. Shuda, are existing directors of Angeion. The three continuing directors of Angeion other than Mr. Shuda will be current directors of Angeion initially acceptable to BlueLine and, together with Mr. Shuda, are designated as “Continuing Directors.”
3. The Continuing Directors will select three new directors, each of whom must be reasonably acceptable to each of the Continuing Directors.
4. Subject to the other provisions of this agreement, in selecting new directors, the Continuing Directors will take all steps necessary to ensure continued compliance by Angeion with the applicable rules of the Nasdaq Stock Market and Angeion committee charters.
5. Concurrent with the execution of this Agreement, each current director other than Mr. Shuda will deliver to the Board of Directors and to BlueLine a letter agreement in substantially the Form attached as Exhibit A, under which the director will agree to resign from the Angeion Board, with the resignation to be effective upon acceptance by the Board.
6. The Special Committee of the Board of Directors of Angeion referred to in the August 10, 2010 Schedule 13D has completed its investigation, reported its results to the Board of Directors and, the Board of Directors, finding that the Special Committee has concluded its investigation, has prior to the execution of this Agreement, caused the Special Committee to be disbanded.
7. Promptly after execution of this Agreement, Angeion will issue a press release, subject to BlueLine’s prior approval, outlining the terms of this Agreement and resolution of the BlueLine request for a Special Meeting of Shareholders.

8. BlueLine will immediately abandon all efforts to call a Special Meeting of Shareholders, and will promptly file an amended Schedule 13D with the SEC, withdrawing its request for a Special Meeting and will return or destroy all completed “Demand by Shareholder for Special Meeting” requests in its custody.

9. Angeion will promptly file a Form 8-K with the SEC disclosing the terms of this Agreement.

ANGEION CORPORATION

By: /s/ K. James Ehlen

K. James Ehlen, Chair

BLUELINE PARTNERS, L.L.C.,
individually and on behalf of BlueLine
Capital Partners, L.P., BlueLine Capital
Partners II., L.P. and BlueLine Partners II, L.L.C.

By: /s/ Scott A.Shuda

Scott A. Shuda, Managing Director

Exhibit 10.2

August 18, 2010

K. James Ehlen, Chair
Angeion Corporation
350 Oak Grove Parkway
Saint Paul, Minnesota 55127-8599

BlueLine Partners, L.L.C.
c/o Scott Shuda
Managing Director
402 Railroad Avenue, Suite 201
Danville, California 94526

Gentlemen,

In connection with the execution of the Agreement dated as of August 18, 2010 between Angeion Corporation (“Angeion”) and BlueLine Partners, L.L.C., individually and on behalf of the other entities listed in the Joint Filing Agreement attached as Exhibit A to the Schedule 13D/A dated August 10, 2010 (collectively “BlueLine”):

I hereby tender my resignation as a director of Angeion to be effective upon acceptance by the Board of Angeion;

I agree that I may not revoke this resignation until the earlier of (i) the date that Angeion and BlueLine complete the process of reconstituting the Angeion Board of Directors by accepting three resignations of current directors of Angeion and (ii) September 2, 2010.

[Resigning Director Name]

Angeion Corporation
350 Oak Grove Parkway
St. Paul, MN 55127 USA
Telephone: (651) 484-4874
Facsimile: (651) 484-4826
FOR IMMEDIATE RELEASE



Angeion and BlueLine Partners Enter Into Agreement

SAINT PAUL, Minn. (August 18, 2010) — Angeion Corporation (NASDAQ: ANGN) today said that it has entered into an agreement with BlueLine Partners, LLC, relating to the subject of the Schedule 13D filed by BlueLine with the Securities and Exchange Commission (SEC) on Tuesday, August 10, 2010.

Under the agreement, both parties have agreed to, among other items, the following:

- BlueLine will amend its 13D filing and withdraw its request that Angeion’s shareholders call a special meeting of shareholders.
- Within 10 business days, Angeion and BlueLine will establish a reconstituted Angeion Board consisting of seven directors.
- The reconstituted board will consist of four current Angeion directors, including BlueLine Managing Director, Scott Shuda. These four continuing directors will work together in selecting three additional new directors.

Angeion entered into the agreement with BlueLine believing it was in the best interests of Angeion’s shareholders, employees and customers to quickly resolve the issues raised in BlueLine’s 13D filing without the time, expense and distraction of a proxy contest or special shareholder meeting.

About Angeion Corporation

Founded in 1986, Angeion Corporation acquired Medical Graphics Corporation in December 1999. Medical Graphics develops, manufactures and markets non-invasive cardiorespiratory diagnostic systems that are sold under the MedGraphics (www.medgraphics.com) and New Leaf (www.newleaffitness.com) brand and trade names. These cardiorespiratory diagnostic systems have a wide range of applications in healthcare as well as health and fitness. The Company’s products are sold internationally through distributors and in the United States through a direct sales force that targets heart and lung specialists located in hospitals, university-based medical centers, medical clinics and physicians’ offices, pharmaceutical companies, medical device manufacturers, clinical research organizations, health and fitness clubs, personal training studios, and other exercise facilities. For more information about Angeion, visit www.angeion.com.

Contact: Marian Briggs/Matt Sullivan, Padilla Speer Beardsley, 612-455-1700
