CARDTRONICS INC

Form 3/A

February 12, 2008

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, response... 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 *

Diaz Jorge M

(Last)

(First)

(Middle)

(Month/Day/Year)

12/10/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CARDTRONICS INC [CATM]

3110 HAYES ROAD, SUITE

300

(Street)

Statement

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

12/11/2007

(Check all applicable)

X Director Officer

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

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

HOUSTON, TXÂ 77082

(City)

(State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1473 (7-02)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and

(Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Conversion or Exercise Price of Derivative

Ownership Form of Derivative Security:

5.

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable **Expiration Date**

Title

Amount or Number of Shares

Security Direct (D)

or Indirect (I)

1

(Instr. 5)

Options to Purchase Common Stock

(2)

09/23/2014<u>(2)</u> Common Stock

39,742 (1) \$ 6.54 (1)

D

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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Diaz Jorge M

3110 HAYES ROAD SUITE 300

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HOUSTON, TXÂ 77082

Signatures

/s/ Michael E. Keller, Attorney-In-Fact for Jorge M. Diaz

02/12/2008

**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).

The share and option exercise price information presented above gives effect to a 7.9485 to 1 stock split for all common shares, which was effected immediately prior to the closing of the Issuer's initial public offering. The final ratio for this stock split was adjusted from

- (1) that reported on the reporting person's original Form 3. This Form 3/A is not being filed to report a new transaction, but rather is being filed solely to report an administrative error in the calculation of the stock split ratio and a resulting revision in the amount of securities beneficially owned by the reporting person.
- (2) The options vest in four equal, annual installments beginning on September 24, 2005. Due to an administrative error, the expiration date of the options was incorrectly reported on the reporting person's original Form 3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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