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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935
or Section 30(h) of the Investment Company Act of 1940**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <i>(Last, First, Middle)</i> Pote, Michael <hr/> 209 10th Ave. South Suite 450 <hr/> <i>(Street)</i> Nashville, TN 37203 <hr/> <i>(City) (State) (Zip)</i>	2. Issuer Name and Ticker or Trading Symbol HealthStream, Inc. (HSTM) <hr/> 4. Statement for Month/Day/Year 04/16/2003 <hr/> 6. Relationship of Reporting Person(s) to Issuer <i>(Check All Applicable)</i> <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <i>(give title below)</i> <input type="checkbox"/> Other <i>(specify below)</i> Sr. Vice-President <hr/>	3. I.R.S. Identification Number of Reporting Person, if an entity <i>(Voluntary)</i> <hr/> 5. If Amendment, Date of Original <i>(Month/Day/Year)</i> <hr/> 7. Individual or Joint/Group Filing <i>(Check Applicable Line)</i> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2a. Deemed Execution Date, if any. <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
			Code V	Amount (A) or (D) Price			
Common Stock					21,507	D	
Common Stock					48,510(1)	I	By Borneo Partners
Common Stock					3,300	I	By Spouse and children

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3a. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
				Code	V	(A)	(D)
Employee Stock Option (right to buy)	\$2.30	6/25/98					
Employee Stock Option (right to buy)	\$4.06	9/02/99					
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Employee Stock Option (right to buy)	\$4.06	9/02/99					
Employee Stock Option (right to buy)	\$4.06	9/02/99					
Employee Stock Option (right to buy)	\$2.125	10/17/00					
Employee Stock Option (right to buy)	\$2.125	10/17/00					
Employee Stock Option (right to buy)	\$2.125	10/17/00					
Employee Stock Option (right to buy)	\$2.125	10/17/00					
Employee Stock Option (right to buy)	\$1.10	9/17/01					
Employee Stock Option (right to buy)	\$1.10	9/17/01					
Employee Stock Option (right to buy)	\$1.10	9/17/01					
Employee Stock Option (right to buy)	\$1.10	9/17/01					
Employee Stock Option (right to buy)	\$1.315	4/16/03		J		12,500	
Employee Stock Option (right to buy)	\$1.315	4/16/03		J		12,500	
Employee Stock Option (right to buy)	\$1.315	4/16/03		J		12,500	
Employee Stock Option (right to buy)	\$1.315	4/16/03		J		12,500	

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned - Continued
(e.g., puts, calls, warrants, options, convertible securities)**

6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
8/22/00	6/25/05	Common Stock	23,957	23,957	D	
9/02/00	9/02/07	Common Stock	20,812	20,812	D	
9/02/01	9/02/07	Common Stock	20,812	20,812	D	
9/02/02	9/02/07	Common Stock	20,812	20,812	D	
9/02/03	9/02/07	Common	20,812	20,812	D	

		Stock			
10/17/01	10/17/08	Common Stock	7,000	7,000	D
10/17/02	10/17/08	Common Stock	7,000	7,000	D
10/17/03	10/17/08	Common Stock	7,000	7,000	D
10/17/04	10/17/08	Common Stock	7,000	7,000	D
9/17/01	9/17/09	Common Stock	25,000	25,000	D
9/17/02	9/17/09	Common Stock	25,000	25,000	D
9/17/03	9/17/09	Common Stock	25,000	25,000	D
9/17/04	9/17/09	Common Stock	25,000	25,000	D
4/16/04	4/16/11	Common Stock	12,500	12,500	D
4/16/05	4/16/11	Common Stock	12,500	12,500	D
4/16/06	4/16/11	Common Stock	12,500	12,500	D
4/16/07	4/16/11	Common Stock	12,500	12,500	D

Explanation of Responses:

(1) The reporting person is administrator of the partnership that owns the reported securities. Mr. Pote Disclaims beneficial ownership of these shares except to the extent of his pecuniary interest in those shares.

Michael T. Pote

4/17/2003

 **Signature of Reporting Person

 Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.