

ITEM 5.03 Amendments to Articles of Incorporation or By-laws; Change in Fiscal Year.

Effective March 29, 2011, the Board of Directors of the Registrant amended its by-laws to provide that the Board of Directors shall consist of six (6) persons and that the size of the board, whether increases or decreases, may be made by the amending the bylaws or by resolution of the Board of Directors.

ITEM 9.01 Financial Statements, Pro Forma Financial Information and Exhibits

(d) Exhibits

| Exhibit No. | Description of Exhibit |
|-------------|---|
| 3.2 (a) | Amended Article III, Section 2 of By-laws |

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 thereunto duly authorized.

IntegraMed America, Inc.
(Registrant)

Date: April 5, 2011

By: /s/Claude E. White
Claude E. White
Vice President & General Counsel