

EDWARDS LIFESCIENCES CORP  
Form 8-K  
February 21, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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): **February 15, 2007**

**EDWARDS LIFESCIENCES CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-15525**  
(Commission  
file number)

**36-4316614**  
(IRS Employer  
Identification No.)

**One Edwards Way, Irvine, California**  
(Address of principal executive offices)

**92614**  
(Zip Code)

**(949) 250-2500**

Registrant's telephone number, including area code

**N/A**

(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© under the Exchange Act (17 CFR 240.13e-4(c))



**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On February 15, 2007, the Board of Directors of Edwards Lifesciences Corporation (the Company ) amended the Company s Bylaws to authorize the issuance of uncertificated shares. The Bylaws continue to authorize the issuance of certificated shares.

A copy of the Bylaws is attached as Exhibit 3.2.

**Item 9.01. Financial Statements and Exhibits.**

(d) **Exhibits**

3.2 Amended and Restated Bylaws of Edwards Lifesciences Corporation.

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**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.

Date: February 21, 2007

**EDWARDS LIFESCIENCES CORPORATION**

By:                   /s/ Jay P. Wertheim  
                          Jay P. Wertheim  
                          Vice President, Associate General Counsel  
                          and Secretary

**Exhibit Index**

Exhibit Number	Description
3.2	Amended and Restated Bylaws of Edwards Lifesciences Corporation.

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