

PINNACLE FINANCIAL PARTNERS INC  
 Form 3/A  
 August 19, 2008

**FORM 3 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,  
 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Scott Gary L		(Month/Day/Year)	PINNACLE FINANCIAL PARTNERS INC [PNFP]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
				12/04/2007
211 COMMERCE ST,Â SUITE 300			(Check all applicable)	
(Street)			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
NASHVILLE,Â TNÂ 37201			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
PNFP Common Stock	52,223	D	Â
PNFP Common Stock	6,206	I	Spouse

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	11/30/2007 <sup>(1)</sup>	09/01/2016	Common Stock	18,620	\$ 15.6	D	Â
Employee Stock Option (right to buy)	11/30/2007 <sup>(2)</sup>	09/06/2015	Common Stock	37,240	\$ 12.89	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scott Gary L 211 COMMERCE ST SUITE 300 NASHVILLE, TN 37201	Â X	Â	Â	Â

## Signatures

/s/ Gary L. Scott                      08/19/2008

\_\_Signature of                              Date  
Reporting Person

## 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 option is fully exercisable as of November 30, 2007, the date that Pinnacle Financial Partners, Inc. merged with Mid-America Bancshares, Inc. Prior to consummation of the merger, the option reflected the right to buy shares of Mid-America common stock and was exercisable in 10 equal installments beginning on the one year anniversary of the September 1, 2006 grant date.
- The option is fully exercisable as of November 30, 2007, the date that Pinnacle Financial Partners, Inc. merged with Mid-America Bancshares, Inc. Prior to consummation of the merger, the option reflected the right to buy shares of Mid-America common stock and was exercisable in 5 equal installments beginning on the one year anniversary of the September 6, 2005 grant date.
- 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.