UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

Amendment No. 1

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 8, 2008

BLACKBAUD, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

000-50600	**11-2617163**
(Commission File Number)	**(IRS Employer ID Number)**

2000 Daniel Island Drive, Charleston, South Carolina 29492
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (843) 216-6200

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

Explanatory Note

On July 14, 2008, we filed a Current Report on Form 8-K pursuant to Item 2.01 of Form 8-K to report the completion of our acquisition of Kintera, Inc. ("Kintera"). Under parts (a) and (b) of Item 9.01 therein, we stated that we would file the required financial information by amendment, as permitted by Item 9.01(a)(4) and 9.01(b)(2) to Form 8-K. This Current Report on Form 8-K/A amends our Current Report on Form 8-K filed on July 14, 2008 in order to provide the required financial information.

Item 9.01 Financial Statements and Exhibits.

(a) Financial statements of business acquired.

The audited Consolidated Balance Sheets of Kintera, Inc. as of December 31, 2007 and 2006 and the related consolidated Statements of Operations, Changes in Stockholders' Equity and Cash Flows for each of the two years in the period ended December 31, 2007 and the notes thereto are incorporated by reference from Kintera Inc.'s Annual Report on Form 10-K filed with the Securities and Exchange Commission (the "Commission") on March 18, 2008.

The unaudited consolidated Balance Sheet as of March 31, 2008 and the related consolidated Statement of Operations and Changes in Stockholders Equity and Cash Flows of Kintera for the three months ended March 31, 2008 are incorporated by reference from Kintera's Quarterly Report on Form 10-Q filed with the Commission on May 12, 2008.

(b) Pro forma financial information.

The unaudited pro forma condensed combined Balance Sheet as of March 31, 2008 and Statements of Operations for the year ended December 31, 2007 and for the three months ended March 31, 2008 for Blackbaud, Inc. and the notes thereto are included as Exhibit 99.4 and are incorporated herein by reference.

(c) Exhibits

The following exhibits are filed or furnished as part of this report:

Exhibit Number	Description of Document
23.1	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm of Kintera, Inc.
99.1*	Press release dated July 9, 2008.
99.2	Audited Consolidated Balance Sheets of Kintera, Inc. as of December 31, 2007 and 2006 and the related consolidated Statements of Operations, Changes in Stockholders Equity and Cash Flows for each of the two years in the period ended December 31, 2007, and the notes thereto (incorporated by reference to Kintera, Inc.'s Annual Report on Form 10-K filed on March 18, 2008).
99.3	Unaudited Consolidated Balance Sheet as of March 31, 2008 and the related Consolidated Statement of Operations and Changes in Stockholders Equity and Cash Flows of Kintera for the three months ended March 31, 2008 (incorporated by reference to Kintera, Inc.'s Quarterly Report on Form 10-Q filed on May 12, 2008).
99.4	Unaudited pro forma condensed combined Balance Sheet as of March 31, 2008 and Statements of Operations for the year ended December 31, 2007 and for the three months ended March 31, 2008 for Blackbaud, Inc.

* Previously filed

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.

BLACKBAUD, INC.

Date: September 19, 2008

/s/ Timothy V. Williams

Timothy V. Williams,
Senior Vice President and Chief Financial Officer

Exhibit 23.1

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the Registration Statements on Form S-8 (No. 333-120690, No. 333-138448 and No. 333-152749) of Blackbaud, Inc. of our report dated March 14, 2008, with respect to the consolidated financial statements and schedule of Kintera, Inc., included in Kintera, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2007 and incorporated by reference in this Amendment No. 1 to the Current Report on Form 8-K/A of Blackbaud, Inc.

/s/ Ernst & Young LLP

San Diego, California

September 18, 2008

Exhibit 99.4

Blackbaud, Inc.

Kintera, Inc.

Unaudited Pro Forma Condensed
Combined Financial Statements

On July 8, 2008, Blackbaud, Inc. ("Blackbaud") acquired Kintera, Inc., ("Kintera") based in San Diego, California as a wholly owned subsidiary. Blackbaud financed the acquisition through a combination of cash and borrowings under the Company's credit facility for a total purchase price of approximately $50.0 million including approximately $2.4 million in change of control payments to management and approximately $1.9 million in direct acquisition-related costs.

The unaudited pro forma condensed combined balance sheet was prepared as if the acquisition of Kintera had occurred on March 31, 2008. The unaudited pro forma condensed combined statement of operations for the year ended December 31, 2007 and the three months ended March 31, 2008 were prepared as if the acquisition had occurred on January 1, 2007.

The unaudited pro forma adjustments are based upon available information and assumptions that Blackbaud believes are reasonable. The unaudited pro forma condensed combined balance sheet and statement of operations and related notes thereto should be read in conjunction with Blackbaud's historical consolidated financial statements as previously filed in Blackbaud's Annual Report on Form 10-K for the year ended December 31, 2007, filed with the Securities and Exchange Commission (the "Commission") on February 29, 2008 and Blackbaud's historical consolidated financial statements as previously filed in Blackbaud's Quarterly Report on Form 10-Q for the quarter ended March 31, 2008, filed with the Commission on May 9, 2008. In addition, this unaudited condensed combined pro forma information should be read in conjunction with Kintera's historical consolidated financial statements as previously filed in Kintera's Annual Report on Form 10-K for the year ended December 31, 2007, filed with the Commission on March 18, 2008 and as amended on Form 10-K/A filed with the Commission on March 26, 2008 and Kintera's historical consolidated financial statements for the quarter ended March 31, 2008 filed with the Commission on May 12, 2008. These financial statements are incorporated by reference in Blackbaud's Current Report on Form 8-K/A filed on September 19, 2008.

These unaudited pro forma condensed combined financial statements are prepared for informational purposes only and are not necessarily indicative of future results or of actual results that would have been achieved had the acquisition of Kintera been consummated as of January 1, 2007. The pro forma financial statements do not give effect to any cost savings or incremental costs that may result from the integration of Blackbaud and Kintera.

Blackbaud, Inc.
Unaudited pro forma condensed combined balance sheet
As of March 31, 2008
(in thousands, except share amounts)

	Historical		Pro Forma	
	Blackbaud	Kintera	Adjustments	Combined
ASSETS				
Current assets				
Cash and cash equivalents	$ 12,142	$ 4,080	$ (50,012) (a)	$ 11,870
			45,660 (a)	
Marketable securities	—	1,580		1,580
Restricted cash	—	7,718		7,718
Accounts receivable	42,324	4,608		46,932
Prepaid expense	12,184	922		13,106
Deferred costs	—	1,362	(1,362) (b)	—
Deferred tax asset	3,176	—	4,818 (i)	7,994
Total current assets	69,826	20,270	(896)	89,200
Property and equipment, net	17,677	3,991		21,668
Deferred tax asset, noncurrent	49,202	—	21,260 (i)	70,462
Developed software, net	—	1,863	(1,863) (b)	—
Goodwill	60,643	12,017	(12,017) (d)	67,736
			7,093 (c)	
Intangibles, net	36,208	3,392	(3,392) (d)	53,258
			17,050 (f)	
Other assets	446	47		493
Total assets	$ 234,002	$ 41,580	$ 27,235	$ 302,817
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities				
Accounts payable	$ 5,822	$ 1,395		$ 7,217
Accrued expenses	19,813	2,440	$ 672 (g)	22,838
			(87) (e)	
Donations payable	—	7,718		7,718
Capital lease obligations	513	17		530
Short-term notes payable	11,500	1,200	113 (o)	12,813
Deferred revenue	94,879	15,721	(8,138) (h)	102,462
Deferred tax liabilities, current	—	—		—
Total current liabilities	132,527	28,491	(7,440)	153,578
Notes payable	—	1,974	45,660 (a)	47,634
Capital lease obligations	449	14		463
Deferred rent and other	—	817	(701) (e)	116
Deferred revenue	4,061	—		4,061
Other liabilities	1,080	—		1,080
Deferred tax liabilities, noncurrent	—	478	(478) (p)	—
Total long-term liabilities	5,590	3,283	44,481	53,354
Total liabilities	138,117	31,774	37,041	206,932
Capital				
Common stock	50	40	(40) (j)	50
Additional paid in capital	108,551	157,932	(157,932) (j)	108,551
Treasury stock	(108,130)	—		(108,130)
Accumulated other comprehensive income	145	6	(6) (j)	145
Retained earnings	95,269	(148,172)	148,172 (j)	95,269
Total equity	95,885	9,806	(9,806)	95,885
Total liabilities & stockholders' equity	$ 234,002	$ 41,580	$ 27,235	$ 302,817

The accompanying notes are an integral part of the unaudited pro forma condensed combined financial statements.

Blackbaud, Inc.
Unaudited pro forma condensed combined statement of operations
for the year ended December 31, 2007
(in thousands, except per share amounts)

	Historical		Pro Forma	
	Blackbaud	Kintera	Adjustments	Combined
Revenue				
License fees	$ 37,569	$ 1,196		$ 38,765
Services	91,376	11,079		102,455
Maintenance	94,602	7,379		101,981
Subscriptions	25,389	25,281		50,670
Other revenue	8,102	—		8,102
Total revenue	257,038	44,935	—	301,973
Cost of revenue				
Cost of license fees	2,870	694	152 (m)	3,716
Cost of services	54,908	5,101		60,009
Cost of maintenance	17,119	856	1,007 (m)	18,982
Cost of subscriptions	10,306	9,200	1,932 (m)	21,438
Cost of other revenue	7,274	—		7,274
Total cost of revenue	92,477	15,851	3,091	111,419
Gross profit	164,561	29,084	(3,091)	190,554
Operating expenses				
Sales and marketing	56,994	17,967		74,961
Research and development	28,525	6,338		34,863
General and administrative	26,144	16,296		42,440
Amortization	491	2,451	(2,451) (l)	584
			93 (m)	
Restructuring		2,274		2,274
Total operating expenses	112,154	45,326	(2,358)	155,122
Income from operations	52,407	(16,242)	(733)	35,432
Interest income	813	911	(215) (q)	1,509
Interest expense	(1,164)	(59)	(1,584) (k)	(2,807)
Other (expense) income, net	(503)	64		(439)
Income before provision for income taxes	51,553	(15,326)	(2,532)	33,695
Income tax provision	19,829	459	(7,328) (n)	12,960
Net income	$ 31,724	(15,785)	4,796	$ 20,735
Earnings per share				
Basic	$ 0.73			$ 0.48
Diluted	$ 0.71			$ 0.46
Common shares and equivalents outstanding				
Basic weighted average shares	43,619,158			43,619,158
Diluted weighted average shares	44,595,483			44,595,483

The accompanying notes are an integral part of the unaudited pro forma condensed combined financial statements.

Blackbaud, Inc.
Unaudited pro forma condensed combined statement of operations
for the three months ended March 31, 2008
(in thousands, except per share amounts)

	Historical		Pro Forma	
	Blackbaud	Kintera	Adjustments	Combined
Revenue				
License fees	$ 9,635	$ 98		$ 9,733
Services	23,576	1,811		25,387
Maintenance	25,430	1,652		27,082
Subscriptions	8,785	5,350		14,135
Other revenue	2,010			2,010
Total revenue	69,436	8,911	—	78,347
Cost of revenue				
Cost of license fees	842	45	38 (m)	925
Cost of services	15,693	1,490		17,183
Cost of maintenance	4,704	204	271 (m)	5,179
Cost of subscriptions	3,656	2,253	529 (m)	6,438
Cost of other revenue	1,848	—		1,848
Total cost of revenue	26,743	3,993	838	31,574
Gross Profit	42,693	4,918	(838)	46,773
Operating expenses				
Sales and marketing	15,239	3,564		18,803
Research and development	8,767	1,621		10,388
General and administrative	7,266	3,460		10,726
Amortization	167	522	(522) (l)	190
			23 (m)	
Restructuring	—			—
Total operating expenses	31,439	9,167	(499)	40,107
Income from operations	11,254	(4,249)	(339)	6,666
Interest income	165	121	(54) (q)	232
Interest expense	(70)	(93)	(396) (k)	(559)
Other (expense) income, net	(89)	(22)		(111)
Income before provision for income taxes	11,260	(4,243)	(789)	6,228
Income tax provision	4,217	52	(1,937) (n)	2,332
Net income	$ 7,043	$(4,295)	$ 1,148	$ 3,896
Earnings per share				
Basic	$ 0.16			$ 0.09
Diluted	$ 0.16			$ 0.09
Common shares and equivalents outstanding				
Basic weighted average shares	43,897,369			43,897,369
Diluted weighted average shares	44,662,620			44,662,620

The accompanying notes are an integral part of the unaudited pro forma condensed combined financial statements.

Note 1 – Basis of presentation

On July 8, 2008, Blackbaud, Inc. ("Blackbaud" or the "Company") acquired Kintera, Inc. ("Kintera") based in San Diego, California as more fully described in Note 2.

The unaudited pro forma condensed combined balance sheet was prepared as if the acquisition of Kintera had occurred on March 31, 2008. The unaudited pro forma condensed combined statements of operations for the year ended December 31, 2007 and the three months ended March 31, 2008 were prepared as if the acquisition had occurred on January 1, 2007.

The unaudited pro forma condensed combined financial information has been prepared on the same basis as Blackbaud's audited consolidated financial statements. The acquisition was accounted for using the purchase method of accounting and, accordingly, the respective assets acquired and liabilities assumed have been recorded at their fair value and consolidated into the net assets of Blackbaud.

Note 2 – Purchase price

The purchase price for Kintera was approximately $50.0 million and was funded by cash on hand and borrowings under the Company's credit facility. The purchase price consisted of $45.7 million of cash from proceeds of debt, $2.4 million in payments to management under change of control provisions and $1.9 million of direct acquisition-related costs. The acquisition was accounted for as a purchase and the total purchase price consisted of (in thousands):

Cash from proceeds of debt paid for outstanding shares	$45,660
Cash on hand used to pay management change of control payments	2,417
Direct acquisition-related costs	1,935
Total purchase price	$50,012

The purchase price has been based on a preliminary valuation because the final valuation has not been completed. The final valuation is expected to be completed by the end of 2008. Differences between the preliminary valuation and the final valuation are not expected to be significant. Identifiable intangible assets acquired are amortized on a straight-line and accelerated basis as noted in the table below. Based upon the purchase price of the acquisition and based upon the preliminary valuation of the acquired net assets, the preliminary purchase price allocation is as follows (in thousands):

Historical net book value of Kintera's assets and liabilities	$ 9,806	
Adjustments to step-up (down) net assets and liabilities to fair value:		
Deferred revenue	8,138	
Fair value adjustment to write-off of Kintera's goodwill and intangibles	(15,409)	
Other fair value adjustments	(2,744)	
Fair value of acquired tangible assets and liabilities before adding intangibles and deferred tax impact		(209)
Identifiable intangible assets		
Marketing assets (8 years, straight-line amortization)	740	
Customer relationships (4-13 years, accelerated amortization)	12,200	
Software (4-8 years, straight-line amortization)	4,110	
Total identifiable intangible assets		17,050
Current deferred tax assets		4,818
Non-current deferred tax assets		21,260
Goodwill		7,093
Net assets acquired		$50,012

Note 3 – Pro forma adjustments

Adjustments have been made to this unaudited pro forma condensed combined financial information to reflect the following:

(a) To reflect the cash paid and the debt financing associated with the acquisition as noted in Note 2;

(b) To write off the book value of deferred implementation costs and capitalized software development costs;

(c) To record the fair value of goodwill resulting from the acquisition;

(d) To write off the book value of Kintera's goodwill and intangible assets;

(e) To write off lease incentive and deferred rent liabilities;

(f) To establish the fair value of identifiable intangible assets resulting from the acquisition, principally the value of customers and software acquired;

(g) To establish liabilities generated upon acquisition;

(h) To establish the fair value of deferred revenues;

(i) To record deferred tax assets and liabilities related to assets acquired and liabilities assumed, principally the acquired net operating loss carryforwards available to offset future taxable income, net of applicable limitations of their use;

(j) To eliminate the historical stockholders' equity of Kintera;

(k) To record interest expense associated with the $45.7 million in debt incurred to finance the acquisition which is assumed to be outstanding during 2007 and is based on the weighted average interest rate for the period. A change in the interest rate of 1/8th of a percent would result in a change of $58,000 in interest expense for the year ended December 31, 2007 and $14,000 for the three months ended March 31, 2008;

(l) To eliminate amortization recorded on Kintera's intangible assets;

(m) To record amortization expense on the identified intangible assets resulting from the acquisition;

(n) To record the tax impact of pro forma adjustments by adjusting the combined pro forma presentation to the Blackbaud effective tax rate;

(o) To record an increase in principal to adjust a short term note payable to fair value;

(p) To write off the book value of Kintera's deferred tax balances; and

(q) To reflect the decrease in interest income based on the weighted average rate of return for the period.

Note 4 – Reclassifications

Certain reclassifications have been made to conform Kintera's Statement of Operations to Blackbaud's Statement of Operations. Specifically, certain costs associated with Kintera's sales contract administration and billing functions that were classified as sales and marketing costs in Kintera's statements of operations have been reclassified to general and administrative costs consistent with Blackbaud's treatment of these operating expenses. These costs were $454,000 and $1,386,000 for the three months ended March 31, 2008 and the year ended December 31, 2007, respectively.