

INTERNAP CORP
Filed by
PARK WEST ASSET MANAGEMENT LLC

FORM SC 13G/A
(Amended Statement of Ownership)

Filed 03/03/17

Address	ONE RAVINIA DRIVE SUITE 1300 ATLANTA, GA 30346
Telephone	404-302-9700
CIK	0001056386
Symbol	INAP
SIC Code	7370 - Computer Programming, Data Processing, And
Industry	IT Services & Consulting
Sector	Technology
Fiscal Year	12/31

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 2)***

INTERNAP CORPORATION

(Name of Issuer)

COMMON STOCK, \$0.001 PAR VALUE PER SHARE

(Title of Class of Securities)

45885A300

(CUSIP Number)

February 22, 2017

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 45885A300

(1) Names of Reporting Persons

Park West Asset Management LLC

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned By Each Reporting Person With

(5) Sole Voting Power:	11,686,429*
(6) Shared Voting Power:	0
(7) Sole Dispositive Power:	11,686,429*
(8) Shared Dispositive Power:	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

11,686,429*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):

(11) Percent of Class Represented by Amount in Row (9)

14.2%*

(12) Type of Reporting Person

IA

* Beneficial ownership percentage is based upon 82,048,770 shares of common stock, \$0.001 par value per share ("Common Stock"), of Internap Corporation., a Delaware corporation (the "Company"), issued and outstanding as of the date hereof, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 3, 2016 and other public information. Park West Asset Management LLC ("PWAM") is the investment manager to Park West Investors Master Fund, Limited, a Cayman Islands exempted company ("PWIMF"), and Park West Partners International, Limited, a Cayman Islands exempted company ("PWPI" and, collectively with PWIMF, the "PW Funds"), and Peter S. Park ("Mr. Park" and, collectively with PWAM, the "Reporting Persons") is the sole member and manager of PWAM. As of the date hereof, PWIMF held 10,354,415 shares of Common Stock of the Company and PWPI held 1,332,014 shares of Common Stock of the Company. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, the Reporting Persons may be deemed to beneficially own the 11,686,429 shares of Common Stock of the Company held in the aggregate by the PW Funds, or approximately 14.2% of the shares of Common Stock of the Company deemed to be issued and outstanding as of the date hereof .

CUSIP No. 45885A300

(1) Names of Reporting Persons

Peter S. Park

(2) Check the Appropriate Box if a Member of a Group

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization

United States of America

Number of Shares Beneficially Owned By Each Reporting Person With

(5) Sole Voting Power:	11,686,429*
(6) Shared Voting Power:	0
(7) Sole Dispositive Power:	11,686,429*
(8) Shared Dispositive Power:	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

11,686,429*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):

(11) Percent of Class Represented by Amount in Row (9)

14.2%*

(12) Type of Reporting Person

IN

* Beneficial ownership percentage is based upon 82,048,770 shares of Common Stock of the Company, issued and outstanding as of the date hereof, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 3, 2016 and other public information. PWAM is the investment manager to the PW Funds, and Mr. Park is the sole member and manager of PWAM. As of the date hereof, PWIMF held 10,354,415 shares of Common Stock of the Company and PWPI held 1,332,014 shares of Common Stock of the Company. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, the Reporting Persons may be deemed to beneficially own the 11,686,429 shares of Common Stock of the Company held in the aggregate by the PW Funds, or approximately 14.2% of the shares of Common Stock of the Company deemed to be issued and outstanding as of the date hereof.

CUSIP No. 45885A300

(1) Names of Reporting Persons

Park West Investors Master Fund, Limited

(2) Check the Appropriate Box if a Member of a Group

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization

Cayman Islands

Number of Shares Beneficially Owned By Each Reporting Person With

(5) Sole Voting Power:	10,354,415*
(6) Shared Voting Power:	0
(7) Sole Dispositive Power:	10,354,415*
(8) Shared Dispositive Power:	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

10,354,415*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):

(11) Percent of Class Represented by Amount in Row (9)

12.6%*

(12) Type of Reporting Person

CO

* Beneficial ownership percentage is based upon 82,048,770 shares of Common Stock of the Company, issued and outstanding as of the date hereof, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 3, 2016 and other public information. PWAM is the investment manager to the PW Funds, and Mr. Park is the sole member and manager of PWAM. As of the date hereof, PWIMF held 10,354,415 shares of Common Stock of the Company and PWPI held 1,332,014 shares of Common Stock of the Company. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, the Reporting Persons may be deemed to beneficially own the 11,686,429 shares of Common Stock of the Company held in the aggregate by the PW Funds, or approximately 14.2% of the shares of Common Stock of the Company deemed to be issued and outstanding as of the date hereof.

Item 1(a). Name Of Issuer: Internap Corporation (the “Company”)

Item 1(b). Address of Issuer’s Principal Executive Offices:

One Ravinia Drive, Suite 1300
Atlanta, Georgia 30346

Item 2(a). Name of Person Filing:

This report on Schedule 13G (this “Schedule 13G”), is being jointly filed by (i) Park West Asset Management LLC (“PWAM”), a Delaware limited liability company and the investment manager to (a) Park West Investors Master Fund, Limited (“PWIMF”), a Cayman Islands exempted company that is the holder of 10,354,415 shares of common stock, \$0.001 par value per share (“Common Stock”), of the Company reported on this Schedule 13G, and (b) Park West Partners International, Limited (“PWPI” and, collectively with PWIMF, the “PW Funds”), a Cayman Islands exempted company that is the holder of 1,332,014 shares of Common Stock of the Company reported on this Schedule 13G; and (ii) Peter S. Park, as the sole member and manager of PWAM (“Mr. Park” and, collectively with PWAM, the “Reporting Persons”).

The 11,686,429 shares of Common Stock of the Company held in the aggregate by the PW Funds, which constitute approximately 14.2% of the shares of Common Stock of the Company deemed to be issued and outstanding as of the date hereof, may be deemed to be beneficially owned (x) indirectly by PWAM, as the investment adviser to PWIMF and PWPI, and (y) indirectly by Mr. Park, as the sole member and manager of PWAM.

As of the date hereof PWIMF held 10,354,415 shares of Common Stock, constituting approximately 12.6% of the Common Stock deemed to be issued and outstanding as of such date.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address for the Reporting Persons is: 900 Larkspur Landing Circle, Suite 165, Larkspur, California 94939.

Item 2(c). Citizenship:

PWAM is organized under the laws of the State of Delaware. Mr. Park is a citizen of the United States. PWIMF is a Cayman Islands exempted company.

Item 2(d). Title of Class of Securities:

Common stock, \$0.001 par value per share.

Item 2(e). CUSIP No.:

45885A300

Item 3. If This Statement Is Filed Pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the Person Filing is a:

Not Applicable.

Item 4. Ownership:

As reported in the cover pages to this report, the ownership information with respect to each of PWAM and Mr. Park is as follows:

(a) Amount Beneficially Owned:	11,686,429*
(b) Percent of Class:	14.2%*
(c) Number of Shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	11,686,429*
(ii) Shared power to vote or to direct the vote:	0
(iii) Sole power to dispose or to direct the disposition of:	11,686,429*
(iv) Shared power to dispose or to direct the disposition of:	0

As reported in the cover pages to this report, the ownership information with respect to PWIMF is as follows:

(a) Amount Beneficially Owned:	10,354,415 *
(b) Percent of Class:	12.6%*
(c) Number of Shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	10,354,415 *
(ii) Shared power to vote or to direct the vote:	0
(iii) Sole power to dispose or to direct the disposition of:	10,354,415 *
(iv) Shared power to dispose or to direct the disposition of:	0

* This Schedule 13G is being jointly filed by (i) PWAM, a Delaware limited liability company and the investment manager to (a) PWIMF, a Cayman Islands exempted company that is the holder of 10,354,415 shares of Common Stock of the Company, as reported on this Schedule 13G, and (b) PWPI, a Cayman Islands exempted company that is the holder of 1,332,014 shares of Common Stock of the Company, as reported on this Schedule 13G; and (ii) Mr. Park, as the sole member and manager of PWAM.

The 11,686,429 shares of Common Stock of the Company held in the aggregate by the PW Funds, which constitute approximately 14.2% of the shares of Common Stock of the Company deemed to be issued and outstanding as of the date hereof, may be deemed to be beneficially owned (x) indirectly by PWAM, as the investment adviser to PWIMF and PWPI, and (y) indirectly by Mr. Park, as the sole member and manager of PWAM. The foregoing beneficial ownership percentage is based upon 82,048,770 shares of Common Stock of the Company, issued and outstanding as of the date hereof, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 3, 2016 and other public information.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

Item 6. Ownership of More Than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not Applicable.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of Group:

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 3, 2017

PARK WEST ASSET MANAGEMENT LLC

By: /s/ Grace Jimenez

Name: Grace Jimenez

Title: Chief Financial Officer

PARK WEST INVESTORS MASTER FUND, LIMITED

By: Park West Asset Management LLC, its Investment
Manager

By: /s/ Grace Jimenez

Name: Grace Jimenez

Title: Chief Financial Officer

/s/ Peter S. Park

Peter S. Park

**Attention: Intentional misstatements or omissions of fact constitute
Federal criminal violations (See 18 U.S.C. 1001)**

Exhibit Index

Exhibit

A. Joint Filing Agreement, dated as of February 21, 2017, by and among Park West Asset Management LLC, Peter S. Park, and Park West Investors Master Fund, Limited (incorporated by reference to Exhibit A to Amendment No. 1 to Schedule 13G, filed with the Securities and Exchange Commission on February 21, 2017).
