

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

<p>1. Name and Address of Reporting Person*</p> <p><u>PETIT PARKER H</u></p> <p>(Last) (First) (Middle)</p> <p>9815 HIGHWAY 98W, UNIT 930</p> <p>(Street)</p> <p>MIRAMAR FL 32550</p> <p>BEACH</p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>MIMEDX GROUP, INC. [MDXG.OB]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>12/31/2009</p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p style="text-align: center;">Chief Executive Officer</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/31/2009		P		1,666,667	A	\$0.6	1,682,222	D	
Common Stock	12/31/2009		P		100,000	A	\$0.6	100,000 ⁽⁴⁾	I	By Parker H. Petit Grantor Trust
Common Stock	12/31/2009		P		100,000	A	\$0.6	100,000	I	By Petit Investments, LP

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
5% Convertible Promissory Note	\$0.6	12/31/2009		C ⁽¹⁾			\$500,000	12/31/2009	12/31/2009	Common Stock	833,333	\$500,000	0	D	
Common Stock Warrants (Right to Buy)	\$0.6							12/21/2009	09/22/2012	Common Stock	0		1,666,667 ⁽²⁾	D	
Common Stock Warrants (Right to Buy)	\$1.5	12/31/2009		P		833,333		01/01/2010	12/31/2014	Common Stock	833,333	\$0 ⁽³⁾	833,333	D	
Common Stock Warrants (Right to Buy)	\$1.5	12/31/2009		P		50,000		01/01/2010	12/31/2014	Common Stock	50,000	\$0 ⁽³⁾	50,000 ⁽⁴⁾	I	By Parker H. Petit Grantor Trust
Common Stock Warrants (Right to Buy)	\$1.5	12/31/2009		P		50,000		01/01/2010	12/31/2014	Common Stock	50,000	\$0 ⁽³⁾	50,000	I	By Petit Investments, LP

Explanation of Responses:

- The 5% Convertible Promissory Note was paid in entirety by the issuer on 12/31/09.
- As a result of the above transaction, in conjunction with the 5% Convertible Promissory Note, the holder was issued warrants to purchase common stock, computed by dividing the aggregate amount of advances under the note by the conversion price and multiplying the resultant quotient by two. The number of derivative securities beneficially owned following the reported transaction on 10/15/09 was incorrectly stated, the revised amount is now properly stated.
- Received one warrant for every two shares of common stock purchased at \$.60 per share.
- The reporting person is the trustee of the Trust. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Remarks:

Michael J. Culumber, by Power of Attorney 01/05/2010

** Signature of Reporting Person Date

* If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, N.W.
Washington, DC 20549

Power of Attorney

Re: MiMedx Group, Inc.

Gentlemen:

Know all by these presents, that the undersigned hereby constitutes and appoints each of Michael J. Culumber, Roberta L. McCaw, G. Donald Johnson, and T. Clark Fitzgerald III, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of MiMedx Group, Inc., (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8 day of June, 2009.

By: /s/Parker H. Petit

Name: Parker H. Petit
