

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

<b>1. Name and Address of Reporting Person*</b> <u>BROWN REBECCA COVERT</u>  (Last) (First) (Middle) C/O MIMEDX, INC. 1234 AIRPORT RD., STE. 105  (Street) DESTIN FL 32541  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> 02/08/2008	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>MIMEDX GROUP, INC. [ MDXG.OB ]</u>  <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) COO, EVP & Sec. of Sub.	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b> 02/14/2008
			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)				
<b>Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)</b>							
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 Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	(1)	12/12/2015	Common Stock	100,000 <sup>(3)</sup>	1.8 <sup>(2)(3)</sup>	D	
Stock Option	(4)	12/14/2016	Common Stock	50,000 <sup>(3)</sup>	1.8 <sup>(3)(5)</sup>	D	

**Explanation of Responses:**

1. 50% of the option vested on the date of grant, December 13, 2005; 25% vested on September 1, 2007; and the final 25% vested on September 1, 2008. The vesting schedule was previously reported incorrectly due to a clerical error.
2. Received in exchange for a stock option to acquire 100,000 shares of MiMedx, Inc. common stock for \$1.80 per share in connection with the merger of MiMedx, Inc. with and into MMX Acquisition Corp., a wholly-owned subsidiary of MiMedx Group, Inc.
3. The information contained in this report reflects a 0.3234758-for-1 reverse stock split that occurred on March 31, 2008.
4. 25% of the option vested on the date of grant, December 15, 2006, with an additional 25% vesting in equal installments on each of March 31 of 2008, 2009, and 2010. Options for 25,000 shares are currently exercisable. The vesting schedule was previously reported incorrectly due to a clerical error.
5. Received in exchange for a stock option to acquire 50,000 shares of MiMedx, Inc. common stock for \$1.80 per share in connection with the merger of MiMedx, Inc. with and into MMX Acquisition Corp., a wholly-owned subsidiary of MiMedx Group, Inc.

**Remarks:**

/s/ V. Nicole Teal, pursuant to a  
 POA filed previously with the SEC  
 09/18/2008

\*\* Signature of Reporting Person      Date

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

\* 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).

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.