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)						
Name and Address of Reporting Person *-	2. Date of Event Requiring Statement		ame and Tid ERVENTION		•	•
Jenkins Kimble L.	(Month/Day/Year) 02/27/2012	IVII (I II V I L		J140	, 1140. [140	JIVLJ
(Last) (First) (Middle) C/O MRI INTERVENTIONS, INC., ONE COMMERCE SQUARE, SUITE 2550	02/21/2012	Person(s) t (CheckX DirectorX Officer	all applicabl or 10% Owner	e) er		ndment, Date led(Month/Day/Year)
(Street) MEMPHIS, TN 38103		*	&Chairmen o Board	of the	Filing(Chec _X_ Form file Person	al or Joint/Group k Applicable Line) ed by One Reporting ed by More than One erson
(City) (State) (Zip)	Table I - Non-	-Derivativ	e Securit	ies B	eneficia	lly Owned
1.Title of Security (Instr. 4)	2. Amount Securities Owned (Instr. 4)	of Beneficially	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ership	rect Beneficial
Common Stock	1,001,96	9	D			
Reminder: Report on a separate linindirectly.	e for each class of sec	urities benef	icially owned	d dired	etly or	SEC 1473 (7-02)
	spond to the collectio quired to respond unle mber.					

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

Security	2. Date Exer Expiration Day/Yea	ate	Derivative Security or (Instr. 4) Exe		Conversion Ownership or Form of Exercise Derivative		Beneficial	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)	
Stock Option (right to buy)	(1)	09/01/2013	Common Stock	66,652	\$ 9.64	D		

Stock Option (right to buy)	<u>(2)</u>	03/28/2017	Common Stock	5,000	\$ 3.2	D	
Stock Option (right to buy)	<u>(2)</u>	09/16/2018	Common Stock	2,500	\$ 9.64	D	
Stock Option (right to buy)	<u>(2)</u>	11/08/2018	Common Stock	2,500	\$ 9.64	D	
Stock Option (right to buy)	<u>(2)</u>	12/10/2019	Common Stock	2,500	\$ 9.64	D	
Stock Option (right to buy)	<u>(3)</u>	12/13/2020	Common Stock	509,200	\$ 1.8	D	
Stock Option (right to buy)	<u>(4)</u>	12/13/2020	Common Stock	160,800	\$ 1.8	D	

Reporting Owners

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Jenkins Kimble L. C/O MRI INTERVENTIONS, INC. ONE COMMERCE SQUARE, SUITE 2550 MEMPHIS, TN 38103	X		Pres,CEO&Chairmen of the Board	

Signatures

/s/ Oscar Thomas, by power of attorney for Kimble L. Jenkins	02/27/2012
Signature of Reporting Person	Date

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).
- (1) Two-thirds of the shares subject to this option are immediately exercisable. The remaining shares subject to this option vest on the third anniversary of the grant date, December 22, 2012.
- (2) The shares subject to this option are immediately exercisable.
 - One-third of the shares subject to this option vested on the first anniversary of the grant date, December 13,
- (3) 2011. The remaining shares subject to this option vest ratably on the second and third anniversaries of the grant date, December 13, 2012 and December 13, 2013.
 - The shares subject to this option vest ratably on the first, second and third anniversaries of the grant date,
- (4) December 13, 2011, December 13, 2012 and December 13, 2013, provided that no shares vest until such time as the company closes a target equity financing, which is defined as one or more equity financing transactions that results in cumulative gross proceeds of at least \$10 million.

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 inless the form displays a currently valid OMB number.