UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: October 29, 2014 (Date of earliest event reported)

MRI INTERVENTIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware 000-54575 58-2394628 (State or other jurisdiction (Commission File (I.R.S. Employer Identification No.) of incorporation or organization) Number) One Commerce Square, Suite 2550 38103 Memphis, Tennessee (Address of principal executive offices) (Zip Code) (901) 522-9300 (Registrant's telephone number, including area code) Not Applicable (Former Name or Former Address, if changed since last report) 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))

Item 2.02. Results of Operations and Financial Condition.

On October 29, 2014, MRI Interventions, Inc. (the "Company") is posting an updated investor presentation to its website, which presentation includes certain information regarding the Company's revenues for the three month and nine month periods ended September 30, 2014. A copy of the investor presentation is being furnished herewith as Exhibit 99.1.

The presentation is furnished by the Company pursuant to Item 2.02 of Form 8-K and will not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor will it be deemed to be incorporated by reference in any filing under the Securities Act of 1933 (the "Securities Act") or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 7.01. Regulation FD Disclosure.

MRI Interventions, Inc. (the "Company") is posting an updated investor presentation to its website at http://ir.stockpr.com/mriinterventions/presentations. A copy of the investor presentation is being furnished herewith as Exhibit 99.1. The Company may use the investor presentation from time to time in conversations with analysts, investors and others.

The presentation is furnished by the Company pursuant to Item 7.01 of Form 8-K and will not be deemed to be "filed" for the purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section, nor will it be deemed to be incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such filing.

The information contained in Exhibit 99.1 is summary information that is intended to be considered in the context of the Company's filings with the Securities and Exchange Commission ("SEC") and other public announcements that the Company may make from time to time, by press release or otherwise. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although it may do so from time to time as its management believes is warranted. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases or through other public disclosure.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

See Exhibit Index immediately following signature page.

SIGNATURE

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.

MRI INTERVENTIONS, INC.

By: /s/ Oscar Thomas

Oscar Thomas

Vice President, Business Affairs

Date: October 29, 2014

EXHIBIT INDEX

Exhibit No. Description

99.1 MRI Interventions, Inc. investor presentation dated October 2014



Ticker: MRIC

Investor Presentation

October 2014



Transforming minimally invasive neurosurgery by enabling real-time visualization with MRI

Forward-Looking Statements

Certain statements in this presentation may constitute forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forwardlooking statements often can be identified by words such as "anticipates," "believes," "could," "estimates," "expects," "intends," "may," "plans," "potential," "predicts," "projects," "should," "will," "would," or the negative of these words or other words of similar meaning. Forward-looking statements by their nature address matters that, to different degrees, are uncertain and involve risk. Uncertainties and risks may cause MRI Interventions' actual results and the timing of events to differ materially from those expressed in or implied by MRI Interventions' forward-looking statements. Particular uncertainties and risks include, among others: demand and market acceptance of our products; our ability to successfully expand, and achieve full productivity from, our sales, clinical support and marketing capabilities; availability and adequacy of reimbursement from third party payors for procedures utilizing our products; the sufficiency of our cash resources to maintain planned commercialization efforts and research and development programs; future actions of the FDA or any other regulatory body that could impact product development, manufacturing or sale; our ability to protect and enforce our intellectual property rights; our dependence on collaboration partners; the impact of competitive products and pricing; the impact of the commercial and credit environment on us and our customers and suppliers; and our ability to successfully complete the development of, and to obtain regulatory clearance or approval for, our ClearTrace system. More detailed information on these and additional factors that could affect MRI Interventions' actual results and the timing of events are described in our filings with the Securities and Exchange Commission, including, without limitation, the quarterly report on Form 10-Q filed on August 11, 2014. Except as required by law, MRI Interventions undertakes no obligation to publicly update or revise any forward-looking statements made in this presentation to reflect any change in MRI Interventions' expectations or any change in events, conditions or circumstances on which any such statements are based.

MZI

Why MRI Interventions

Large Market

- Neurosurgery Market is Large and Growing
 - 22+MM total patients; 2.2MM drug treatment resistant patients

Timing is Right

- DBS Market Growth is Accelerating
 - Increasing Acceptance Among Patients
 - New Market Entrants Coming
- Laser Ablation is Emerging Rapidly as a Strong Therapeutic Option
 - For Epilepsy
 - For Brain Tumors
- · Big Players are Increasing Investment
 - Medtronic Acquired Visualase and Sapiens
 - St. Jude and Boston Scientific Investing in Neuro Market
 - MRI Scanner Companies Embracing MRI-Guided Therapies
 - Drug Cos are Investing in Direct Delivery under MRI-Guidance

Uniquely Positioned

- MRIC is Uniquely Positioned to Capitalize on these Market Dynamics
 - We Provide the Delivery Platform



MRI Interventions: Real Time MRI Guided Surgery

Company Highlights

First-to-market technology platform in US and EU

Significant commercial traction: FDA-cleared, CE-marked and 37 ClearPoint sites

Attractive razor/razorblade business model with strong margins

Strategic Validation: Siemens Partnership & Interoperability w/ Medtronic Neuro Products

Strong intellectual property portfolio

New CEO w/ extensive commercialization experience: Intuitive, Kyphon, Boston Scientific

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Leadership – Significant Med Device Experience



Minimally Invasive, Visualized Procedures

Revolutionized Multiple Medical Specialities, Benefitted Millions of Patients



<u>Cardiovascular Surgery</u> Revolutionized by fluoroscopy in the late 1970's

Today: 1.5 million procedures/yr





Orthopedic Surgery

Revolutionized by arthroscopy in the 1980's

Today: 1.2 million procedures/yr

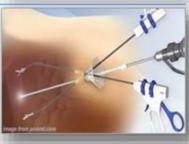




Abdominal Surgery

Revolutionized by laparoscopy in the late 1980's

Today: 4.0 million procedures/yr

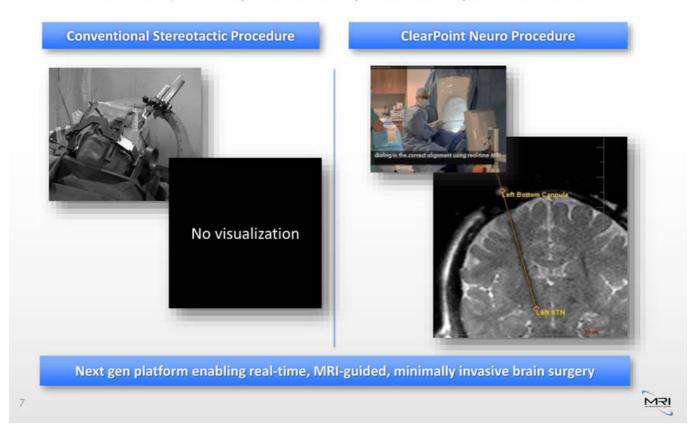




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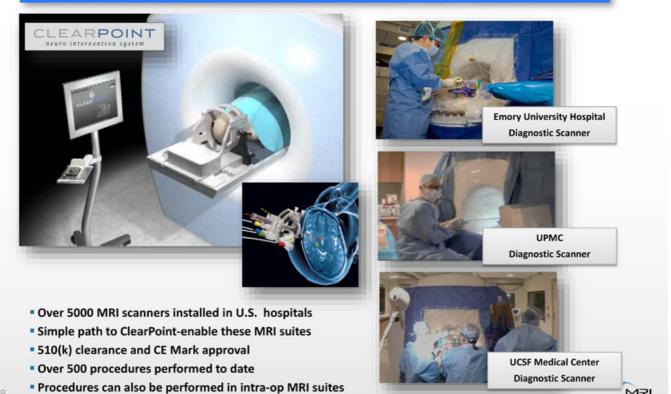
Minimally Invasive Neurosurgery with ClearPoint®

Without ClearPoint, minimally invasive neuro procedures are performed "blind"



ClearPoint Surgical Platform

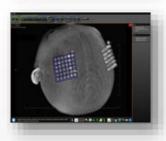
ClearPoint procedures are performed in standard, diagnostic MRI Scanners



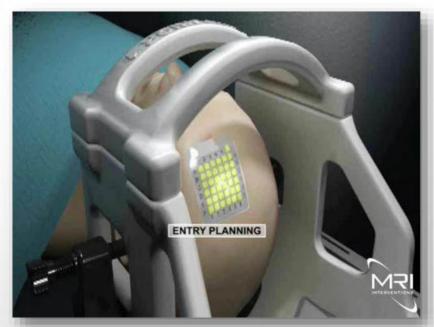
ClearPoint Procedure Overview









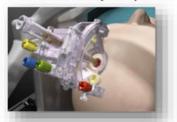


MRI

ClearPoint Procedure Overview

Trajectory Alignment & Device Insertion

SmartFrame® Trajectory Guide



SmartFrame® Hand Controller

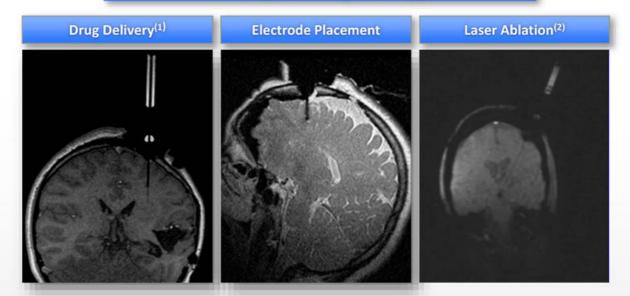




MRI

ClearPoint Procedure Overview

Delivery of Neurological Therapy



- Drug Delivery The SmartFlow® cannula received 510(k) clearance for injection of cytarabine, a chemotherapy drug, to the ventricles or removal of CSF from the ventricles during intracranial procedures. Delivery of other therapeutic agents, and delivery of agents to other areas of the brain, using the SmartFlow cannula is investigational.
 Laser Ablation MR Thermometry is an MRI-based functionality available on most MR scanner platforms and it is a feature built into products from several third party vendors.
 The ClearPoint system enables MRI-guided procedures and allows physicians to use this inherent MR capability during a procedure.



ClearPoint Hospital Economics

Increase Patients

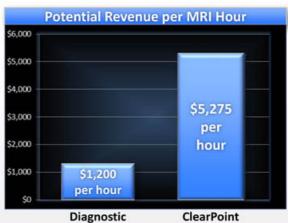
Opportunity to reach additional patient populations that may otherwise forego surgery

Established, Attractive Reimbursement

 Move procedures from the more expensive OR to the less expensive MR suite, with equivalent reimbursement

Improved Utilization of Existing MRI's

- 1 hour of MR Scanner time used for diagnostic imaging could generate \$1,200⁽¹⁾
- 1 hour of MR scanner time used for a ClearPoint procedure could generate \$5,275⁽²⁾
- Utilizes existing MRI's already in hospital



(1) Estimated average US hospital-based MRI suite revenue per hour for outpatient diagnostic scans, based on data gathered by MRI Interventions. Excludes professional fees. Actual revenues will vary by hospital, procedure and payor.

⁽²⁾ Based on a weighted average payment to MRI Interventions' customers (as of September 2014) for an electrode placement procedure for Medicare and private insurance patients, calculated by MRI Interventions using a payor mix weighted 67% to average Medicare reimbursement and 33% to average private insurance reimbursement. Average Medicare reimbursement calculated as the weighted average Medicare payment for MRI Interventions' customers (as of September 2014) for an electrode placement procedure under MS-DRGs 025, 026 and 027. Average private insurance reimbursement calculated as 1.5x Medicare reimbursement, based on published data. Hourly amount assumes 4.5 hour procedure duration. Excludes professional fees. Actual revenues will vary by hospital, procedure and payor.



The ClearPoint Difference

With ClearPoint
Direct, high resolution visualization; Performed in an MRI Suite
Patient may be under general anesthesia ⁽¹⁾
Short procedures – Can be 3 hours or less
Simple procedure, brief training
Attractive economics for hospital and physician

ClearPoint is a win-win-win

Patients

Surgeons

Hospitals

(1) Microelectrode recording and macrostim are processes that involve listening to neuronal firings (i.e., physiological recordings) and observing physiological responses to stimuli during brain surgery. In connection with our \$10(k) clearance in 2010, the FDA requested a warning within ClearPoint's Instructions for Use based on the lack of data with respect to deep brain stimulation (DBS) procedures. The warning states that the ClearPoint system, alone, should not be used to guide a DBS lead to a specific brain target and that final placement of DBS leads requires physiological recordings to confirm that they are located in the correct brain target and functioning as intended.



Support from Clinicians, Industry, and Academia

Leading Neurosurgeon Clinician Advisors







Dr. Paul Larso



Dr. Ali Rezai CNS Past Presider



Dr. Krys Bankiewicz Bankiewicz Lab, UCSF



Dr. Russ Lons OSU - NIH

Implemented Across All Major Scanner Platforms





GE Healthcare





Strong Peer-Reviewed Journal Support



Growing a Strong Base of Clinical Support

NEUROSURGEON'S SEEING MULTIPLE BENEFITS ACROSS MULTIPLE THERAPIES

The ClearPoint System "represents a major step forward in our ability to treat complex neurological diseases." Dr. Karl Sillay, Neurosurgeon, University of Wisconsin

"ClearPoint allows me to surgically treat patients I would not be able to treat using other platform systems."

Dr. Hooman Azmi, Neurosurgeon, Hackensack Univ. Med. Center

"This approach effectively expands the spectrum of drugs that we can use to treat brain cancers by a hundred fold." Dr. Clark Chen, Neurosurgeon, Univ of California San Diego

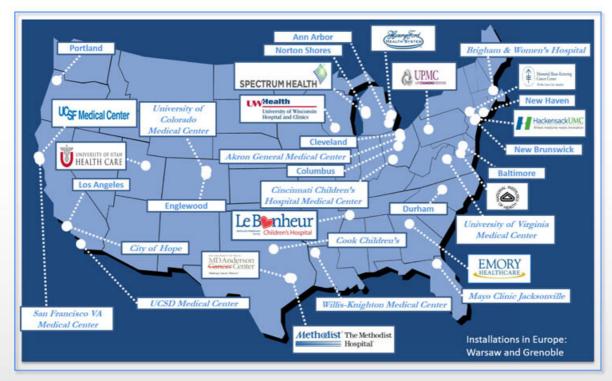


80% of neurosurgeons/neurologists surveyed believe real time MRIguidance will or can become the future of functional neurosurgery. (1)

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Growing the ClearPoint Footprint

37 ClearPoint Sites (35 US, 2 Europe)



As of August 11, 2014 MRI



Patient Impact

Martin's Story ClearPoint-Enabled Electrode Placement

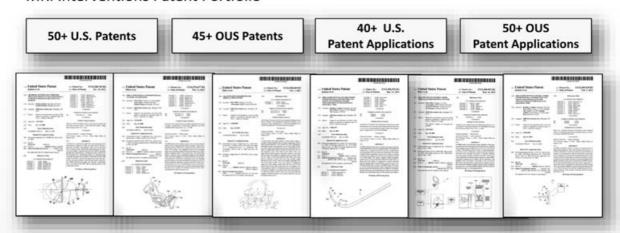


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Strong Intellectual Property

MRI Interventions Patent Portfolio

18



Issued patents cover, among other things: MRI-guided surgical systems that include software and devices; the SmartFrame® trajectory guide; other ClearPoint® disposable components; active intracranial probes; MRI-compatible catheters; MRI-safety technology

Key ClearPoint-related patents do not begin to expire until 2027

#'s as of Aug.11, 2014



ClearPoint Revenue Model

BUSINESS MODEL - RAZOR / RAZORBLADE

- ClearPoint Hardware/Software: \$125,000 ASP (paid upfront or over time)
- ClearPoint Disposables: \$7,500 ASP per procedure with strong margins
- Generate recurring revenue from the sale of disposables
- Procedures covered by existing reimbursement codes
- Platform system for minimally invasive neurosurgery





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ClearPoint U.S. Market Opportunity – Current

<u>Demographics</u>	Parkinson's	Epilepsy	Brain Tumors	
Prevalence	1,500,000	2,200,000	N/A	
Incidence (New diagnosis /yr)	60,000	150,000	180,000	
Surgeries (2012)	3,125	7,660	Resections: 80,000 Stereotactic Biopsy: 10,000	

Current Potential ClearPoint Surgical Candidates

ClearPoint-enabled	Electrode Placement	Laser Ablation	Laser Ablation
Approach	(e.g. DBS)	RNS ⁽¹⁾	& Biopsy
Prevalence (Drug Treatment Resistant)	125,000	264,000	N/A
Incidence	7,500	18,000	80,000
Potential Annual	12,500	28,500	14,500
ClearPoint Procedure ⁽²⁾	55,000+	Potential Procedure	s Per Year

Potential Annual	12,500	28,500	14,500		
ClearPoint Procedure ⁽²⁾	55,000+ Potential Procedures Per Year				
Growth Drivers	- 65% opt out rate	- Replaces craniotomy	- Replaces craniotomy		
	- New DBS companies	- Medtronic (Visualase)	- Medtronic (Visualase)		

Note: Prevalence and Incidence based on either market research conducted by a third party on behalf of MRI Interventions or research conducted by MRI Interventions of publicly

/Monteris

coming to market

Responsive neurostimulation device (RNS)
 Potential Annual ClearPoint Procedures based upon 5% of prevalence and 85% of incidence; Potential Annual ClearPoint Procedures for brain tumors based on market research conducted by a third party on behalf of MRI Interventions.



/Monteris

ClearPoint U.S. Market Opportunity – Future

Disease	Therapy	Regulatory Status of Therapy	Total Patient Population	# of Potentially Addressable Cases	Total Potential Addressable Cases
ClearPoint Us	se - Active				
Dystonia	DBS	HDE	250,000	25,000]
OCD	DBS	HDE	3,300,000	100,000	182,500
Brain Mets	Laser Ablation	Approved	115,000	57,500	
ClearPoint Us	se – Clinical Trials				
Brain Tumor (HG Glioma)	Drug Delivery	Clinical Trials - Phase I	11,000	11,000	1 511 000
Parkinson's	Drug Delivery	Clinical Trials – Phase I	1,500,000	1,500,000	1,511,000
ClearPoint Us	se – Pre-Clinical				
Huntington's	Drug Delivery	Pre-Clinical	30,000	30,000	T (50,000)
ALS	Drug Delivery	Pre-Clinical	30,000	30,000	60,000
ClearPoint Us	se - Not Currently	Active			
Major Depression	DBS	Trials	6,000,000	1,200,000	1,700,000
Alzheimer's	DBS	Trials; Research	5,400,000	500,000	

Note: Total Patient Population and # of Potentially Addressable Cases based on either research conducted by MRI Interventions of publicly available sources or market research conducted by a third party on behalf of MRI Interventions.



Financial Highlights

- Total product related revenues increased 156% in 2013 vs. 2012
- Total product related revenues increased 38% in the nine months ended September 30, 2014 vs. 2013
- Total product related revenues estimated to be approximately \$633,000 for Q3 of 2014

	Nine Months Ended Sept 30		Years End	ed Dec 31
· ·	2014	2013	2013	2012
Revenues:				
Product and Other Service Revenues	2,540,794	\$ 1,831,031	\$ 2,996,811	\$ 1,170,679
Development Service Revenues	103,846	268,114	283,764	541,182
Related Party License Revenues (1)	-	650,000	650,000	3,346,374
Total Revenues \$	2,644,640	\$ 2,749,145	\$ 3,930,575	\$ 5,058,235

(1) License fee revenues relate to amounts MRI Interventions received in 2008 under our agreements with Boston Scientific. The revenue recognition period for those fees ended in March 2013.



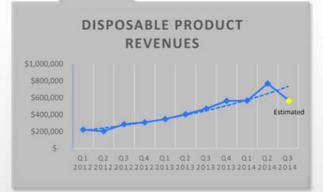
Financial Highlights

ClearPoint Product Revenues



Although subject to volatility from capital product revenues, adoption continues to grow

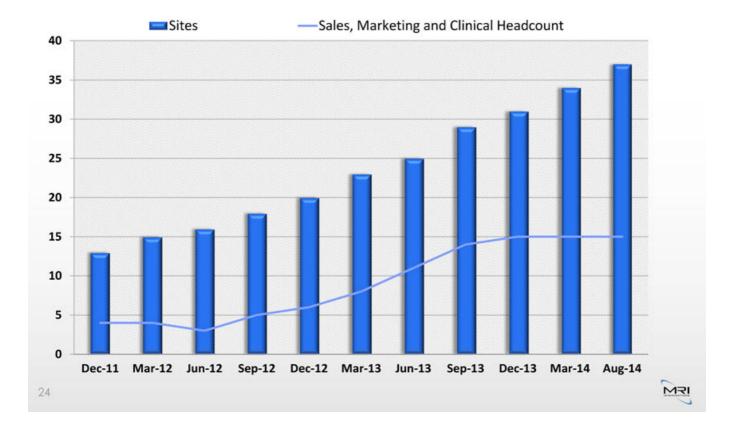
ClearPoint disposable product revenues reflect continuing interest in ClearPoint-enabled procedures



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ClearPoint Commercialization

ClearPoint Sites / Sales, Marketing and Clinical Support Team



Seasoned ClearPoint Field Team

Sales Team: An Experienced and Dedicated Neuroscience Sales Organization

Robert Korn - Vice President Sales & Marketing - Former Regional Sales Director, Medtronic Surgical Technologies.

Medtronic

Joe Greenwald – Former Medtronic Surgical Technologies - Sales expertise in Neuro Navigation, Neuro Drills and

Medtronic Neuro Implants.

Mark Ballinger – Former Integra Neurosurgery - Sales expertise in a multitude of Neuro products, including OR-based navigation accessories.

Chris Kantorak – Former Brainlab - Imaging and Operations Specialist with a specialty in engineering.

Dan Schoenecker – Former Stryker Cranial Maxiofacial - Sales expertise in Neuro and Endoscopy. stryker

Clinical Team: A Talented Group of Product Experts Focused on Training and Clinical Support

Dr. Tim Goble - Ph.D., MBA, Neurophysiologist

As the Company's Director of Clinical Operations, Tim leads and manages the Company's highly qualified clinical team. Over his career, Tim has supported over 500 stereotactic neurosurgical procedures.

Shruti Gupta (Sr. Clinical Specialist) Shruti is an Imaging Scientist with extensive knowledge of imaging modalities and technologies, and has significant experience in R&D and imaging software

Alaine Keebaugh, Ph.D. (Sr. Clinical Specialist) Prior to joining MRI Interventions, Alaine spent ten years working at Emory University in the fields of neuroscience and genetics.

The Team: An additional team of four highly qualified individuals, including multiple biomedical engineers.

MRI

Commercial Priorities

Increase Utilization

Enhance Communication

Expand Account Base

Develop Future Applications

- Target high volume Deep Brain Stimulation (DBS), Epilepsy and Tumor neurosurgeons; gain greater share of their procedures
- Expand use of ClearPoint beyond DBS within existing accounts
 - Laser ablation
 - Tumor biopsy
- Enhance case repeatability through case standardization and enhanced staff training

- Increase peer-to-peer events, presence at trade shows
- Highlight existing data on ClearPoint applications
- Communicate value proposition across procedures:
 - Accuracy
 - Real time visualization
 - · Improved workflow
 - Increase patient volume

Engage both
 Functional and
 Oncologic
 Neurosurgeons in
 discussion of
 ClearPoint

- Continue ClearPoint Placement Program
- Ensure product compatibility with existing and future focal neuro therapies; seamless integration with other technologies
- Support current drug delivery trials as they progress; grow the number of drug delivery trials involving ClearPoint
- Continue ClearTrace development effort

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MRIC's Unique Opportunity in Drug Delivery

Provides MRIC with "biotech-like upside" without "all or nothing downside"

Major Challenges in Delivering Drugs to the Brain

- Blood brain barrier blocks systemic delivery of almost all drugs 98% of small molecules
- Direct injection without ClearPoint is blind, so target is frequently missed
 - Neopharm Trial 51% of 572 catheters failed to meet all positioning criteria

Major Benefits of Drug Delivery with ClearPoint

- Neurosurgeon sees that target is reached
- Eliminates the blood brain barrier issue; Reduces/eliminates unwanted systemic side effects; Reduces dosage levels (as little as 1/300th of systemic volumes)

Business Model - MRIC Partners with Drug Companies and Researchers

- MRIC provides ClearPoint; Drug company provides drug candidate
- Drug company/sponsor pays for trial
- If drug is approved, MRIC gets device revs (~\$7000/case); Drug co gets drug revs



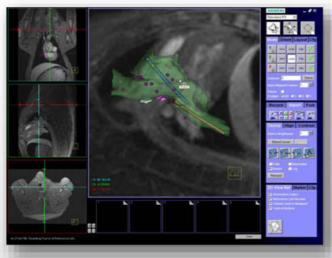


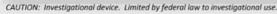
ClearTrace® Cardiac Platform in Development



ClearTrace Cardiac Intervention System for minimally invasive surgical procedures in the heart.

Objective: Success rates of the Cox Maze open heart procedure but with a minimally-invasive catheter-based approach







- 6.7 million Afib patients US / EU \$33 billion aggregate market opp.
- Pursuing market with Siemens, mutually exclusive partnership
- Expected European product launch
 Q4 2015



At the Center of an Emerging Industry Trend



Why MRI Interventions

Large Market

- Neurosurgery Market is Large and Growing
 - 22+MM total patients; 2.2MM drug treatment resistant patients

Timing is Right

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Uniquely Positioned

- MRIC is Uniquely Positioned to Capitalize on these Market Dynamics
 - We Provide the Delivery Platform





Ticker: MRIC MRI Interventions, Inc.

Irvine, CA Memphis TN

(901) 522-9300

ir@mriinterventions.com



ClearPoint Neuro Intervention System

ClearPoint Draping in Preparation for a Case in a Diagnostic MRI Suite





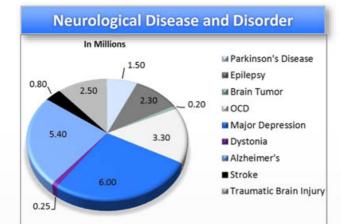
ClearPoint Neuro Intervention System

Selected ClearPoint Disposable Components



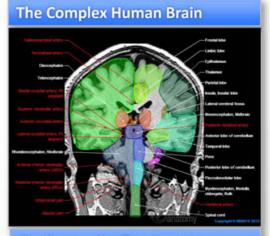
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Neurological Disease - The Last Frontier in Medicine



Patient Population (U.S. Only)

- 22+ Million Patients
- Growing as population ages
- Major unmet medical need



Challenges for Treatment

- 100 billion nerve cells
- 7,000 connections w/ each cell
- High metabolic demands
- Precision is paramount for delivering therapies

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Descriptions of the Videos Included in this Presentation

This presentation includes six embedded videos. The following table (which is continued on the next slide) provides the location of each video in the presentation and a description of each video:

Slide No.	Description
9 (right side)	This video depicts the target selection and entry planning portion of a ClearPoint procedure. The video shows an animation of a patient and the ClearPoint system in use, along with images from the ClearPoint software that show MRI scans used to select a target site, trajectory to target and entry point on the SmartGrid® matrix. This video is an excerpt of the ClearPoint system demonstration video available on MRI Interventions' website at www.mriinterventions.com/clearpoint/demonstration-video.
10 (right side)	This video depicts the trajectory alignment and device insertion portion of a ClearPoint procedure. The video shows an animation of a patient and the ClearPoint system in use, along with images from the ClearPoint software that show MRI scans used to align the SmartFrame® trajectory guide along a planned trajectory and then depicts the insertion of a device into the target neuro anatomy. This video is an excerpt of the ClearPoint system demonstration video available on MRI Interventions' website at
11	www.mriinterventions.com/clearpoint/demonstration-video. The video on the far left depicts a series of MRI images that show the infusion of fluid into the brain. The video in the middle depicts the placement of an electrode in the brain. The video on the far right depicts a series of MRI images that show changes in brain tissue temperature, color-coded to correspond with the temperatures shown in the legend contained within the image window.



Descriptions of the Videos Included in this Presentation (Cont'd)

Slide No.	Description
	In this video, a patient discusses living with Parkinson's disease, both before and after his DBS electrode placement procedure, which was assisted by the ClearPoint system. The following is a transcript of his remarks in the video:
17	"There would be days that I could not get out of the house because I could not walk I would wake up in the morning and I would have to crawl around the floor for maybe half an hour, an hour until I got my meds going You know, um, children are pretty resilient, but when they see their dad crawling around on the floor at 7 o'clock in the morning because he can't walk, it really touched them."
	"Well I always knew there was an operation that could be done. The ClearPoint system made a big difference in my decision to go ahead My life is changing and my kids' life, with me, is changing as well. It's truly, truly it's beyond my expectations. You know you're biking more together. You're playing tennis more together. I'll be at my sons' weddings. I'll be able to dance at those weddings I would recommend anybody that could do it definitely does do it It is a life changing event."

