

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours per response: 4.0

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	None Entit	ty Type
0001285550	SURGIVISION INC	· .	Corporation
Name of Issuer	SURGI VISION INC	C	Limited Partnership
MRI INTERVENTIONS, INC.		0	Limited Liability Company
Jurisdiction of Incorporation/Organization		C	General Partnership
DELAWARE		0	Business Trust
Year of Incorporation/Organiz	ation	0	Other
Over Five Years Ago		And the second of	Other
Within Last Five Years (Specify Year)			
O Yet to Be Formed			
2. Principal Place of	Business and Co	ontact Informa	ition
Name of Issuer			
MRI INTERVENTIONS, INC.			
Street Address 1	Str	reet Address 2	
5 MUSICK			
City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer
IRVINE	CALIFORNIA	92618	9499006833
3. Related Persons			
o. Related Fersons			
Last Name	First Name	Middl	e Name
Grillo	Francis	P.	
Street Address 1	Str	reet Address 2	
5 Musick			
City	State/Province/Country	y ZIP/P	ostal Code
Irvine	CALIFORNIA	9261	8
Relationship: Exc	ecutive Officer	Director	Promoter
Clarify of the of Decrease (ff News			
Clarification of Response (if Neces  Chief Executive Officer and Presi	* *		
Chief Executive Officer and Press	luent		
-			
			-
Last Name	First Name		e Name
Hurwitz	Harold	A.	
Street Address 1	Str	reet Address 2	
5 Musick			

Irvine		CALIFORN	IA	92618	
Relationship:	Exec	utive Officer	☐ Director	Promoter	
Clarification of Respo	onse (if Necessa	ary)			
<b>Chief Operating Off</b>	icer and Corpo	orate Secretary			
Last Name  Korn		First Name Robert		Middle Name	
Street Address 1		Kobert	Street Address		
5 Musick			Street Address	<u> </u>	
City		State/Province	/Country	ZIP/Postal Code	
Irvine		CALIFORN		92618	
Relationship:	Exec	utive Officer	☐ Director	Promoter	
Clarification of Respo	onse (if Necessa	ary)	4		
Vice President, Sales					
,					
Last Name		First Name		Middle Name	
Sainz		Maria			
Street Address 1			Street Address	2	
5 Musick					
City		State/Province		ZIP/Postal Code	
Irvine		CALIFORN	IA	92618	
	-				
Relationship:	Exec	utive Officer	Director	Promoter	
Clarification of Respo	onse (if Necessa	ary)			
Last Name		First Name		Middle Name	
Pizzo, M.D.		Philip	~	A.	
Street Address 1			Street Address	2	_
5 Musick		State/Dwayings	Country	ZIP/Postal Code	
City		State/Province  CALIFORN		92618	
I vine		CALIFORN		72010	
Relationship:	☐ Exec	utive Officer	<b>☑</b> Director	Promoter	
<u> </u>			<u>Birottor</u>	1700000	
Clarification of Respo	onse (if Necessa	ary)			
Lost Nome		Einet Na		Middle Name	
Last Name Richards		First Name Timothy		Middle Name	
Street Address 1			Street Address		
5 Musick		1	Su eet Address	<u> </u>	
City		State/Province	/Country	ZIP/Postal Code	
Irvine		CALIFORN		92618	
		_1016			

Clarification of Response (  Last Name	if Necessary)			
Koob	First Name		Middle Name	
	Charles		E.	
Street Address 1		Street Address	2	
5 Musick				
City	State/Provinc		ZIP/Postal Code	
Irvine	CALIFORN	NIA .	92618	
			<u> </u>	
Relationship:	Executive Officer	<b>☑</b> Director	Promoter	
Clarification of Response (	if Necessary)			
Last Name	First Name		Middle Name	
Spencer, Jr.	John		N.	
Street Address 1		Street Address	2	
5 Musick				
City	State/Provinc	e/Country	ZIP/Postal Code	
Irvine	CALIFORN	NIA	92618	
Relationship:	Executive Officer	□ Director	Promoter	
Clarification of Response (	if Necessary)			
Last Name	First Name		Middle Name	
Rooke	Andrew		K.	
Street Address 1		Street Address	2	
5 Musick				
City	State/Provinc	e/Country	ZIP/Postal Code	
City		NIA .	92618	
Irvine	CALIFORN			
	CALIFORM			
Irvine		<b>☑</b> Director	Promoter	
Irvine  Relationship:	Executive Officer	<b>☑</b> Director	Promoter	
Irvine	Executive Officer	<b>☑</b> Director	Promoter	
Irvine  Relationship:	Executive Officer	Director	Promoter	
Irvine  Relationship:  Clarification of Response (	Executive Officer  (if Necessary)	<b>☑</b> Director		
Relationship:  Clarification of Response (  Last Name	Executive Officer if Necessary) First Name	Director	Middle Name	_
Relationship:  Clarification of Response (  Last Name  Girin	Executive Officer  (if Necessary)		Middle Name	
Relationship:  Clarification of Response (  Last Name  Girin  Street Address 1	Executive Officer if Necessary) First Name	Director  Street Address	Middle Name	
Relationship:  Clarification of Response (  Last Name  Girin	Executive Officer if Necessary) First Name		Middle Name	
Relationship:  Clarification of Response (  Last Name  Girin  Street Address 1  5 Musick  City	Executive Officer  if Necessary)  First Name  Pascal  State/Province	Street Address	Middle Name  E.R.  ZIP/Postal Code	
Relationship:  Clarification of Response (  Last Name  Girin  Street Address 1  5 Musick	Executive Officer  if Necessary)  First Name  Pascal	Street Address	Middle Name  E.R.	
Relationship:  Clarification of Response (  Last Name  Girin  Street Address 1  5 Musick  City	Executive Officer  if Necessary)  First Name  Pascal  State/Province	Street Address e/Country	Middle Name  E.R.  ZIP/Postal Code	
Relationship:  Clarification of Response (  Last Name  Girin  Street Address 1  5 Musick  City  Irvine	Executive Officer  if Necessary)  First Name  Pascal  State/Province	Street Address	Middle Name  E.R.  ZIP/Postal Code	

ast Name F	First Name	Middle Name
Kimble	Jenkins	L.
treet Address 1	Street Address 2	
5 Musick		
City S	State/Province/Country	ZIP/Postal Code
Irvine	CALIFORNIA	92618
Relationship: Executive	e Officer Director	Promoter
Clarification of Response (if Necessary)		
I. Industry Group		
Agriculture	Health Care  C Biotechnology	C Retailing
Banking & Financial Services	C Health Insurance	C Restaurants
C Commercial Banking	C Hospitals & Physicians	Technology
C Insurance	C Pharmaceuticals	Computers
C Investing	<b>6</b> Other Health Care	C Telecommunications
C Investment Banking		Other Technology
C Pooled Investment Fund		
Other Banking & Financial  C Services		Travel
_	C Manufacturing	C Airlines & Airports
Business Services	Real Estate  Commercial	C Lodging & Conventions
Energy C Coal Mining	C Construction	C Tourism & Travel Services
C Electric Utilities	C REITS & Finance	Other Travel
C Energy Conservation	C Residential	Other Other
C Environmental Services	Other Real Estate	
C Oil & Gas		
C Other Energy		
5. Issuer Size		
Revenue Range	Aggregate Net As	sset Value Range
	55 6	~
No Revenues	C No Aggr	egate Net Asset Value
	C No Aggr	
\$1 - \$1,000,000	C \$1 - \$5,00	
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000	C \$1 - \$5,00 C \$5,000,00	00,000
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0	00,000 01 - \$25,000,000
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10 C Decline t	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000
C \$1 - \$1,000,000 C \$1,000,001 - \$5,000,000 C \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose Not Applicable	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10 C Decline t	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000 o Disclose
C \$1 - \$1,000,000 C \$1,000,001 - \$5,000,000 C \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose C Not Applicable  6. Federal Exemption(s) apply)	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10 C Decline t	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000 o Disclose
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose Not Applicable	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10 C Decline t	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000 o Disclose
\$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose Not Applicable 6. Federal Exemption(s) apply)	C \$1 - \$5,00 C \$5,000,00 C \$25,000,0 C \$50,000,0 C Over \$10 C Decline t C Not App	00,000 01 - \$25,000,000 001 - \$50,000,000 001 - \$100,000,000 00,000,000 o Disclose

Rule 504 (b)(1)(ii)	Rule 506(c)
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
	Investment Company Act Section 3(c)
7. Type of Filing	
✓ New Notice Date of First Sa	ale 2015-12-18 First Sale Yet to Occur
Amendment	
Amendment	
8. Duration of Offering	
Does the Issuer intend this offering to	last more than one year?
9. Type(s) of Securities	s Offered (select all that apply)
Pooled Investment Fund	Equity
Interests  Tenant-in-Common Securities	Debt
	Option, Warrant or Other Right to
Security to be Acquired Upon	Acquire Another Security
Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)
Other Right to Acquire Security	
10. Business Combina	tion Transaction
s this offering being made in connecti	
ransaction, such as a merger, acquisit	tion or exchange offer?
Clarification of Response (if Necessary	
11. Minimum Investme	ant .
In the sum of the sum	
nvestor	usp outside \$ 0 USD
10 Calaa Camananatia	
Recipient	Recipient CRD Number None
	Recipient CRD Number None
Brookline Group, LLC	Recipient CRD Number None
Brookline Group, LLC	Recipient CRD Number None  153587  (Associated) Broker or Dealer CRD None
Brookline Group, LLC  Associated) Broker or Dealer	Recipient CRD Number None  153587  (Associated) Broker or Dealer CRD None
Brookline Group, LLC  Associated) Broker or Dealer	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number  Number None  Street Address 2
Recipient  Brookline Group, LLC  Associated) Broker or Dealer  Street Address 1  2501 TWENTIETH PLACE SOU	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number None  Street Address 2
(Associated) Broker or Dealer Street Address 1	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number  Number None  Street Address 2  UTH SUITE 275
Recipient  Brookline Group, LLC  Associated) Broker or Dealer  Street Address 1  2501 TWENTIETH PLACE SOU	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number  Number None  Street Address 2  UTH SUITE 275  State/Province/Country ZIP/Postal Code  ALABAMA 35223
Recipient  Brookline Group, LLC  Associated) Broker or Dealer  Street Address 1  2501 TWENTIETH PLACE SOU  City  BIRMINGHAM	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number  Number None  Street Address 2  UTH SUITE 275  State/Province/Country ZIP/Postal Code  ALABAMA 35223
Recipient  Brookline Group, LLC  Associated) Broker or Dealer  Street Address 1  2501 TWENTIETH PLACE SOU  City  BIRMINGHAM	Recipient CRD Number None  153587  None (Associated) Broker or Dealer CRD Number  Number None  Street Address 2  UTH SUITE 275  State/Province/Country ZIP/Postal Code  ALABAMA 35223

NEW YORK  State(s) of Solicitation  All States  Foreign/Non-US  13. Offering and Sales Amounts  Solicitation  Solicitation  USD  Indefinite  Solicitation  Indefinite  Solicitation  Indefinite  Solicitation  Indefinite  Solicitation  Indefinite  Solicitation  Indefinite  Indefinite  Indefinite  Indefinite	Alexano	der Capital, L.P.       40077
Street Address 1    Street Address 2   TSTATE STREET	(Associate	ed) Broker or Dealer   V None   V None
State   Stat		- Number
City State(s) of Solicitation  All States  Foreign/Non-US    NEW YORK	Street Ad	ddress 1 Street Address 2
NEW YORK	17 STA	TE STREET
Sales   Foreign/Non-US	City	
13. Offering and Sales Amounts    Total Offering Amount   \$   \$   \$   \$   \$   \$   \$   \$   \$		
Fotal Offering Amount \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	State(s) of	Solicitation   ✓ All States Foreign/Non-US
Fotal Offering Amount \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$		
Fotal Offering Amount \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$		
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors who already have invested in the offering	13. Of	fering and Sales Amounts
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering	Total Offe	ering Amount \$ 5294000 USD   Indefinite
Clarification of Response (if Necessary)		
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors, Number of such non-accredited investors who already have invested in the offering Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$   380155		paining to be
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an xpenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ \frac{380155}{9000}	Sold	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an estimate and check the box next to the amount.  Sales Commissions \$ 380155	Clarificati	on of Response (if Necessary)
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an estimate and check the box next to the amount.  Sales Commissions \$ 380155		
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an estimate and check the box next to the amount.  Sales Commissions \$ 380155	14. In	vestors
do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ 380155		
Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an xpenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ 380155	S	Select if securities in the offering have been or may be sold to persons who
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ 380155		
persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:  15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ 380155	0	ffering
15. Sales Commissions & Finders' Fees Expenses  Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.    Sales Commissions   \$   380155	p	persons who do not qualify as accredited investors, enter the total number
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.    Sales Commissions     380155	0	of investors who already have invested in the offering:
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.    Sales Commissions     380155		
Sales Commissions \$ 380155	15. Sa	ales Commissions & Finders' Fees Expenses
Finders' Fees \$		A * * *
Cash fee equal to 7.2% of gross proceeds placed by the placement agents plus warrants to purchase common stock equal to 10% of the shares sold in the offering.  16. Use of Proceeds  Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  Solution  USD  Estimate  Clarification of Response (if Necessary)  The proceeds of the offering are		Sales Commissions \$ 380155 USD Estimate
Cash fee equal to 7.2% of gross proceeds placed by the placement agents plus warrants to purchase common stock equal to 10% of the shares sold in the offering.  16. Use of Proceeds  Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  Solution  USD  Estimate  Clarification of Response (if Necessary)  The proceeds of the offering are		Finders' Fees \$ USD
Common stock equal to 10% of the shares sold in the offering.  16. Use of Proceeds  Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to my of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  Solution  USD  Estimate  Clarification of Response (if Necessary)	Clarificati	on of Response (if Necessary)
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to my of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  Solution  USD  Estimate  Clarification of Response (if Necessary)	l .	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. Item 3 above	Common	stock equal to 10 /0 of the shares sold in the offering.
any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above.  If the amount is unknown, provide an estimate and check the box next to the amount.  Suppose USD  Estimate  Clarification of Response (if Necessary)  The proceeds of the offering are	16. Us	se of Proceeds
any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above.  If the amount is unknown, provide an estimate and check the box next to the amount.  Suppose USD  Estimate  Clarification of Response (if Necessary)  The proceeds of the offering are	Provide th	the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to
\$ 0 USD Estimate  Clarification of Response (if Necessary)  The proceeds of the offering are	any of the	persons required to be named as executive officers, directors or promoters in response to Item 3 above.
The proceeds of the offering are		
	Clarificati	on of Response (if Necessary)

purposes.

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## **Terms of Submission**

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not
  disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule
  506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
MRI INTERVENTIONS, INC.	/s/ Francis P. Grillo	Francis P. Grillo	Chief Executive Officer	2015-12-21