

REGENERATION TECHNOLOGIES INC
Form 10-Q/A
May 12, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

x **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2006

OR

.. **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 0-31271

REGENERATION TECHNOLOGIES, INC.

Delaware
(State or other jurisdiction of
incorporation or organization)

11621 Research Circle
Alachua, Florida 32615

59-3466543
(I.R.S. Employer
Identification Number)

Edgar Filing: REGENERATION TECHNOLOGIES INC - Form 10-Q/A

(386) 418-8888

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one): Large Accelerated Filer Accelerated Filer Non-Accelerated Filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.): Yes No

Shares of common stock, \$0.001 par value, outstanding on May 1, 2006: 29,758,563

EXPLANATORY NOTE

The Registrant, by this Form 10-Q/A, Amendment No. 1 to Form 10-Q, hereby amends Part II, Item 6 of our Form 10-Q for the quarter ended March 31, 2006 (the Original Report), filed on May 10, 2006, to file Exhibits 10.1, 10.2, and 10.3. As a result of this amendment, we are also filing as exhibits the certifications pursuant to section 302 of the Sarbanes-Oxley Act of 2002. Because no financial statements are contained with this amendment, we are not including certifications pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

This amendment continues to speak as of the date of the Original Report and we have not updated the disclosure contained herein to reflect events that have occurred since the filing of the Original Report. Accordingly, this amendment should be read in conjunction with our Original Report and our other filings made with the Securities and Exchange Commission subsequent to the filing of the Original Report.

PART II. OTHER INFORMATION

Item 6. Exhibits

10.1 Form of Restricted Stock Agreement under the 2004 Equity Incentive Plan.

10.2 Form of Incentive Stock Option Grant Agreement under the 2004 Equity Incentive Plan.

10.3 Form of Nonqualified Stock Option Grant Agreement under the 2004 Equity Incentive Plan.

31.1 Certification of the Chief Executive Officer Under Section 302 of the Sarbanes-Oxley Act of 2002.

31.2 Certification of the Chief Financial Officer Under Section 302 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

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 thereunto duly authorized.

REGENERATION TECHNOLOGIES, INC. (Registrant)

By: */s/ Brian K. Hutchison*
Brian K. Hutchison

Chairman, President and Chief Executive Officer

By: */s/ Thomas F. Rose*
Thomas F. Rose

Vice President, Chief Financial Officer and Secretary

Date: May 12, 2006