FORM	4

(Print or Type Responses)

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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SEC 1474 (9-02)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Per Gold Mark Stephen	2. Issuer Name and Ticker or Trading Symbol AxoGen, Inc. [AXGN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last) (First) 13631 PROGRESS BOULEVAR	D OLIVER 400	3. Date of Earliest Transaction (Month/Day/Year) 11/13/2017				Officer (give title below)	ther (specify belo	ow)		
(Street) ALACHUA, FL 32615	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqui						ired, Disposed of, or Beneficially Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	3. Transaction 4. Securities Acquired f Code (A) or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)			isposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form:	7. Nature of Indirect Beneficial
		(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	11/13/2017		М		15,000	A	\$ 5.09	360,248 <u>(1)</u>	D (1)	

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

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

1. Title of Derivative Security (Instr. 3)       3. Transaction Date (Conversion of Da		(e.g., puts, cans, warrants, options, convertible securities)														
Security (Instr. 3)       or Exercise Price of Derivative Security       (Month/Day/Year)       Code (Instr. 8)       Derivative (Instr. 8)       (Month/Day/Year)       Underlying Securities       Securities       Securities <td></td> <td></td> <td></td> <td></td> <td colspan="2"></td> <td colspan="2"></td> <td colspan="2"></td> <td></td> <td></td> <td></td> <td></td>																
$\left( \text{Instr. 3} \right)  \begin{array}{ c  c  } \text{Price of} \\ \text{Derivative} \\ \text{Security} \\ Securit$	Derivative	Conversion	Date	Execution Date, if	Transact	ction of		Expiration Date		Amount of		Derivative	Derivative	Ownership	of Indirect	
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Security	or Exercise	(Month/Day/Year)	any	Code	Derivative		vative	(Month/Day/Year)		Underlying		Security	Securities	Form of	Beneficial
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Sec	urities			Securities		(Instr. 5)	Beneficially	Derivative	Ownership
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		Derivative				· ·		uired			(Instr. 3 and 4)			Owned	Security:	(Instr. 4)
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		Security					(A)	or				, í		Following	Direct (D)	
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Stock Option (right to         \$ 5.09         11/13/2017         M         I									Date	Expiration						
Stock Option (right to         \$ 5.09         11/13/2017         Code         V         (A)         (D)         Stock         Shares         O         O           Stock Option (right to         \$ 5.09         11/13/2017         M         I         15,000         12/28/2016         12/28/2022         Common Stock         Is,000         \$ 0         0         D         D									Exercisable	Date						
Stock Option (right to         \$ 5.09         11/13/2017         M         15,000         12/28/2016         12/28/2022         Common Stock         15,000         \$ 0         D					<b>C</b> 1	* 7	(A)					-				
Option (right to         \$ 5.09         11/13/2017         M         15,000         12/28/2016         12/28/2022         Common Stock         15,000         \$ 0         D					Code	V	(A)	(D)				Shares				
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purchase)	purchase)															

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Wante / Address	Director	10% Owner	Officer	Other			
Gold Mark Stephen 13631 PROGRESS BOULEVARD SUITE 400 ALACHUA, FL 32615	Х						

### **Signatures**

/s/Dr. Mark Gold	11/15/2017	
**Signature of Reporting Person	Date	

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(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) The shares of common stock for Dr. Gold include 197,761 shares held jointly by Dr. Gold and his wife, indirect ownership of 20,000 shares held by Dr. Gold's spouse and indirect ownership of 122,487 shares held by MJSK, Ltd., a decedent investment trust held by Dr. Gold's family.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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