

1. Check this box if an exempt issuer as defined in Section 16 of Form 4 or Form 4-DF applies. If applicable, any contract, see Instruction 1(b).
 Filing pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

Number: 0287
 Estimated average duration hours per institution: 0.5

2. Issuer Name and Ticker or Trading Symbol Avalanche, Inc. (ANON)		3. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> Officer <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (Specify below) <input type="checkbox"/>	
4. Date of Report Transaction (Month/Day/Year) 04/09/2015		5. Possible Member of 10% Group <input type="checkbox"/>	
6. If Amendment, Date Original Filed (Month/Day/Year)		7. Individual or Joint Group Filing Check <input type="checkbox"/> Individual <input checked="" type="checkbox"/> Joint Group Name used by One Reporting Person <input type="checkbox"/> Name used by More than One Reporting Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Incl. 3)	2. Transaction Date (Month/Day/Year)	3. Disposed of (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D) (Incl. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Report (Incl. 3 and 4)	6. Name of Issuer	7. Name of Beneficial Owner (Incl. 4)
Code	Y		(A) (D)			
Common Stock	04/09/2015		S 144,385 D	5,726,439		Through Deerfield Special Situations Fund, L.P., L.P., Ltd.

Remember Report on separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid CMB control number.

SEC 1414 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Incl. puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Incl. 3)	2. Transaction Date (Month/Day/Year)	3. Disposed of (Month/Day/Year)	4. Transaction Code (Incl. 3)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Incl. 3, 4 and 5)	6. Exercise or Maturity Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Incl. 3 and 4)	8. Price of Derivative Security (Incl. 3 and 4)	9. Number of Derivative Securities Beneficially Owned Following Report (Incl. 3 and 4)	10. Name of Issuer	11. Name of Beneficial Owner (Incl. 4)
Code	Y		(A) (D)							

Reporting Owners

Reporting Owner Name / Address	Relationship	
	Direct	10% Owner
Plym James E 780 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	X	Possible Member of 10% Group
Deerfield Mgmt L.P. 780 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	X	Possible Member of 10% Group
DEERFIELD MANAGEMENT CO 780 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	X	Possible Member of 10% Group
Deerfield Special Situations Fund, L.P. 780 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	X	Possible Member of 10% Group

Signatures

Of Jonathan Ider
 Signature of Reporting Person
 Date: 04/09/2015

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(3).
 ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 7801a.
 (1) This Form 4 is a form filed by the undersigned as well as the entities listed on the Joint Filing Information Statement attached as an exhibit hereto (the "Reporting Person"). Deerfield Mgmt. L.P. is the general partner of Deerfield Special Situations Fund, L.P. (the "Fund"). Deerfield Management Company, L.P. is the investment manager of the Fund. James E. Plym is the sole member of the general partner of each of Deerfield Mgmt. L.P. and Deerfield Management Company, L.P.
 (2) In accordance with Instruction 4(b)(3) to Form 4, the entire amount of the issuer's securities held by the Fund is reported herein. For purposes of Section 16 of the Securities Exchange Act of 1934, each Reporting Person disclaims beneficial ownership of any such securities, except to the extent of the block interest proprietary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or otherwise.

Remarks:
 Jonathan Ider, Attorney-in-Fact
 Fact Power of Attorney, which is hereby incorporated by reference to Exhibit 24 to a Form 3 with regard to Avalanche Biotechnologies, Inc. filed with the Securities and Exchange Commission on July 30, 2014 by Deerfield Mgmt III, L.P., Deerfield Mgmt, L.P., Deerfield Management Company, L.P., Deerfield Special Situations Fund, L.P., Deerfield Special Situations International Master Fund, L.P., Deerfield Private Design Fund III L.P., and James E. Plym.
 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 unless the form displays a currently valid CMB number.

Joint Filer Information

Names: Deerfield Mgmt, L.P., Deerfield Management Company, L.P., and Deerfield Special Situations Fund, L.P.

Address: 780 Third Avenue, 37th Floor
New York, NY 10017

Designated Filer: James E. Flynn

Issuer and Ticker Symbol: AxoGen, Inc. [AXGN]

Date of Earliest Transaction
Required To be Reported: April 8, 2015

The undersigned, Deerfield Mgmt, L.P., Deerfield Management Company, L.P. and Deerfield Special Situations Fund, L.P. are jointly filing the attached Statement of Changes in Beneficial Ownership on Form 4 with James E. Flynn with respect to the beneficial ownership of securities of AxoGen, Inc.

Signatures:

DEERFIELD MGMT, L.P.
By: J.E. Flynn Capital, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD MANAGEMENT COMPANY, L.P.
By: Flynn Management LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD SPECIAL SITUATIONS FUND, L.P.
By: Deerfield Mgmt, L.P., General Partner
By: J.E. Flynn Capital, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

