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The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	None	Entity Type
<a href="#">0001292519</a>	Design Source, Inc.		<input checked="" type="checkbox"/> Corporation
<b>Name of Issuer</b>			<input type="checkbox"/> Limited Partnership
INVIVO THERAPEUTICS HOLDINGS CORP.			<input type="checkbox"/> Limited Liability Company
<b>Jurisdiction of Incorporation/Organization</b>			<input type="checkbox"/> General Partnership
NEVADA			<input type="checkbox"/> Business Trust
<b>Year of Incorporation/Organization</b>			<input type="checkbox"/> Other (Specify)
<input checked="" type="checkbox"/> Over Five Years Ago			
<input type="checkbox"/> Within Last Five Years (Specify Year)			
<input type="checkbox"/> Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer		Street Address 1		Street Address 2	Phone Number of Issuer
INVIVO THERAPEUTICS HOLDINGS CORP.		ONE BROADWAY		14TH FLOOR	
City	State/Province/Country	ZIP/PostalCode			
CAMBRIDGE	MASSACHUSETTS	02142	(617) 475-1520		

3. Related Persons

Last Name	First Name	Middle Name
Reynolds	Frank	M
Street Address 1	Street Address 2	ZIP/PostalCode
One Broadway	14th Floor	
City	State/Province/Country	ZIP/PostalCode
Cambridge	MASSACHUSETTS	02142
<b>Relationship:</b> <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Roberts	Richard	J
Street Address 1	Street Address 2	ZIP/PostalCode
One Broadway	14th Floor	
City	State/Province/Country	ZIP/PostalCode
Cambridge	MASSACHUSETTS	02142
<b>Relationship:</b> <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Nolen	George	
Street Address 1	Street Address 2	
One Broadway	14th Floor	
City	State/Province/Country	ZIP/PostalCode
Cambridge	MASSACHUSETTS	02142
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Pedra	Christi	M
Street Address 1	Street Address 2	
One Broadway	14th Floor	
City	State/Province/Country	ZIP/PostalCode
Cambridge	MASSACHUSETTS	02142
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Stern	Adam	K
Street Address 1	Street Address 2	
535 Madison Avenue	12th Floor	
City	State/Province/Country	ZIP/PostalCode
New York	NEW YORK	10022
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

#### 4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	Computers
Investing	Pharmaceuticals	Telecommunications
Investment Banking	X Other Health Care	Other Technology
Pooled Investment Fund	Manufacturing	Travel
Is the issuer registered as an investment company under the Investment Company Act of 1940?	Real Estate	Airlines & Airports
Yes	Commercial	Lodging & Conventions
No	Construction	Tourism & Travel Services
Other Banking & Financial Services	REITS & Finance	Other Travel
Business Services	Residential	Other
Energy	Other Real Estate	
Coal Mining		
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		



Spencer Trask Ventures, Inc.

28373

(Associated) Broker or Dealer X None

(Associated) Broker or Dealer CRD  
Number

X None

None

None

**Street Address 1**

**Street Address 2**

535 Madison Avenue

12th Floor

City

State/Province/Country

ZIP/Postal Code

New York

NEW YORK

10022

State(s) of Solicitation (select all that apply)

Check "All States" or check individual

X All States

Foreign/non-US

States

**13. Offering and Sales Amounts**

Total Offering Amount \$13,000,000 USD or Indefinite

Total Amount Sold \$10,514,097 USD

Total Remaining to be Sold \$2,485,903 USD or Indefinite

Clarification of Response (if Necessary):

This amendment is being filed to reflect the exercise of the \$6,000,000 over-allotment option.

**14. Investors**

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the 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:

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**15. Sales Commissions & Finder's 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 \$13,000,000 USD X Estimate

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

Assumes maximum amount of the offering is sold.

**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.

\$0 USD Estimate

Clarification of Response (if Necessary):

**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, in the accordance with applicable law, 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 the issuer 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 Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

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
INVIVO THERAPEUTICS HOLDINGS CORP.	/S/ FRANK M. REYNOLDS	Frank M. Reynolds	Chairman, CEO & CFO	2010-11-09

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

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.