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BIOTRANSPLANT INC  
Form 8-K  
December 10, 2001

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 5, 2001

BIOTRANSPLANT INCORPORATED  
(Exact name of registrant as specified in its charter)

DELAWARE	000-28324	04-3027191
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
Building 75, Third Avenue Charlestown Navy Yard Charlestown, MA		02129
----- (Address of principal executive offices)		----- (Zip Code)

Registrant's telephone number, including area code: (617) 241-5200

N/A

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(Former name or former address, if changed since last report)

Item 5. Other Events.

On December 5, 2001, the Board of Directors of BioTransplant Incorporated (the "Company") approved Amended and Restated By-Laws of the Company. A copy of the Company's Amended and Restated By-Laws is attached to

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this Current Report on Form 8-K as Exhibit 3.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

See Exhibit Index attached hereto.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 10, 2001

BIOTRANSPLANT INCORPORATED

By: /s/ Richard V. Capasso

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Richard V. Capasso  
Vice President, Finance and Treasurer

EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
3.1	Amended and Restated By-Laws