The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

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 3235-Number: 0076 Estimated average burden hours per 4.00 response:

OMB APPROVAL

1. Issuer's Identity

CIK (Filer ID Nur	nber) Previous Names	None	Entity Type
<u>0001453593</u>	K KITZ INC		X Corporation
Name of Issue			Limited Partnership
Bacterin International Holdi			Limited Liability Company
Jurisdiction o			General Partnership
Incorporation/Organ	nization		Business Trust
DELAWARE			Other (Specify)
Year of Incorpora	tion/Organization		
Over Five Years Ago			
X Within Last Five Years (S Yet to Be Formed	Specify Year) 2006		
2. Principal Place of Busines	s and Contact Information		
Name	of Issuer		
Bacterin International Holdi	ngs, Inc.		
Street A	Address 1	Stree	et Address 2
600 Cruiser Lane			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
Belgrade	MONTANA	59714	406-388-0480
3. Related Persons			
Last Name	First	t Name	Middle Name
Swanson	Kent		
Street Address 1	Street A	Address 2	
600 Cruiser Lane			
City	State/Prov	ince/Country	ZIP/PostalCode
Belgrade	MONTANA	59714	L
Relationship: Executive O	Officer X Director Promoter	1	
Clarification of Response (if	Necessary):		
Last Name	First	t Name	Middle Name
Lopach	Michael		
Street Address 1	Street A	Address 2	
600 Cruiser Lane			
City	State/Prov	ince/Country	ZIP/PostalCode
Belgrade	MONTANA	59714	L
Delationship : Executive (Officer X Director Promoter	r	

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Cook	Guy	
Street Address 1	Street Address 2	
600 Cruiser Lane		
City	State/Province/Country	ZIP/PostalCode
Belgrade	MONTANA	59714
Relationship: X Executive Officer	X Director Promoter	
Clarification of Response (if Necessa 	First Name	Middle Name
Gandolfo	John	
Street Address 1	Street Address 2	
600 Cruiser Lane		
City	State/Province/Country	ZIP/PostalCode
Belgrade	MONTANA	59714
Belgrade Relationship: X Executive Officer	MONTANA Director Promoter	59714

4. Industry Group

Electric Utilities

Oil & Gas

5. Issuer Size

Other Energy

Energy Conservation Environmental Services

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

Revenue Range	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000

X Decline to Disclose	Decline to Disclose
Not Applicable	Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii)	Rule 505 X Rule 506 Securities Act Investment Co Section 3(c)(2 Section 3(c)(2 Section 3(c)(4 Section 3(c)(4 Section 3(c)(4 Section 3(c)(4 Section 3(c)(4)	ompany Act Section 3(c)1)Section 3(c)(9)2)Section 3(c)(10)3)Section 3(c)(11)4)Section 3(c)(12)5)Section 3(c)(13)6)Section 3(c)(14)	
7. Type of Filing			
X New Notice Date of First Sale 2011-04-19 Amendment	First Sale Yet to (Occur	
8. Duration of Offering			
Does the Issuer intend this offering to last more	than one year?	Yes X No	
9. Type(s) of Securities Offered (select all that ap	pply)		
 X Equity Debt X Option, Warrant or Other Right to Acquire And X Security to be Acquired Upon Exercise of Option X Other Right to Acquire Security 		Pooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Other (describe)	
10. Business Combination Transaction			
Is this offering being made in connection with a a merger, acquisition or exchange offer?	business combinat	tion transaction, such as Yes X No	
Clarification of Response (if Necessary):			
11. Minimum Investment			
Minimum investment accepted from any outside	investor \$0 USD		
12. Sales Compensation			
Recipient	Recipi	ent CRD Number None	
Middlebury Securities LLC	122602	2	
(Associated) Broker or Dealer X None	(Assoc	ciated) Broker or Dealer CRD Number X Nor	ne
None	None		
Street Address 1		Street Address 2	
1043 Sheep Farm Road			
City		rovince/Country	
Weybridge State(s) of Solicitation (select all that apply) Check "All States" or check individual States	VERM All States Fore	ONT ign/non-US	

ZIP/Postal Code

05753

CALIFORNIA /ERMONT

13. Offering and Sales Amounts

Total Offering Amount\$3,500,000 USDorIndefiniteTotal Amount Sold\$1,874,502 USDIndefiniteTotal Remaining to be Sold\$1,625,498 USDorIndefinite

Clarification of Response (if Necessary):

14. Investors

X 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:

1	
1	
12	

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	\$20,000 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

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
Bacterin International Holdings, Inc.	/s/ Guy Cook	Guy Cook	CEO	2011-05-03

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.