

BIOTIME INC
Form SC 13D/A
May 17, 2006

**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 17)

BIOTIME INC.

(Name of Issuer)

Common Shares, no par value

(Title of class of securities)

09066L105

(CUSIP number)

Alfred D. Kingsley.
Greenway Partners, L.P.
150 E. 57th Street
New York, New York 10022
(212) 355-6800

(Name, address and telephone number of person authorized to receive notices and communications)

April 12, 2006

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box o.

Note: When filing this statement in paper format, six copies of this statement, including exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

(Continued on following page(s))

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1	NAME OF REPORTING PERSON: GREENBELT CORP.		
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3791931		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:		(a) x (b) o
3	SEC USE ONLY		
4	SOURCE OF FUNDS: 00		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware		
	7 SOLE VOTING POWER		1,941,330
	8 SHARED VOTING POWER:		0
	9 SOLE DISPOSITIVE POWER:		1,941,330
	10 SHARED DISPOSITIVE POWER:		0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:		1,941,330
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):		8.5%%
14	TYPE OF REPORTING PERSON: CO		

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1	NAME OF REPORTING PERSON: GREENWAY PARTNERS, L.P.		
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3714238		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:		(a) x (b) o
3	SEC USE ONLY		
4	SOURCE OF FUNDS: WC, OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware		
	7 SOLE VOTING POWER		976,063
	8 SHARED VOTING POWER:		0
	9 SOLE DISPOSITIVE POWER:		976,063
	10 SHARED DISPOSITIVE POWER:		0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:		976,063
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):		4.2%
14	TYPE OF REPORTING PERSON: PN		

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- 1 NAME OF REPORTING PERSON: GREENHOUSE PARTNERS, L.P.
- S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON: 13-3793447
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS: WC, AF, OO
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS 0
REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

- NUMBER OF 7 SOLE VOTING POWER 0
SHARES
- BENEFICIALLY 8 SHARED VOTING POWER: 976,063
OWNED BY
- EACH 9 SOLE DISPOSITIVE POWER: 0
REPORTING
- PERSON WITH 10 SHARED DISPOSITIVE 976,063
POWER:
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 976,063
REPORTING PERSON:
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) 0
EXCLUDES CERTAIN SHARES:
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 4.2%
- 14 TYPE OF REPORTING PERSON: PN

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- 1 NAME OF REPORTING PERSON: GREENBROOK VALLEY LLC
- S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS: WC, AF, OO
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware
- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
- 7 SOLE VOTING POWER
- 8 SHARED VOTING POWER: 976,063
- 9 SOLE DISPOSITIVE POWER:
- 10 SHARED DISPOSITIVE POWER: 976,063
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 976,063
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 4.2%
- 14 TYPE OF REPORTING PERSON: OO

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- 1** NAME OF REPORTING PERSON: GREENMINT LLC
- S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON:
- 2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: **(a) x**
(b) o
- 3** SEC USE ONLY
- 4** SOURCE OF FUNDS: WC, AF, OO
- 5** CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS **o**
REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):
- 6** CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware
- | | | | |
|--------------------------|-----------|------------------------------|----------|
| NUMBER OF
SHARES | 7 | SOLE VOTING POWER | 0 |
| BENEFICIALLY
OWNED BY | 8 | SHARED VOTING POWER: | 976,063 |
| EACH | 9 | SOLE DISPOSITIVE POWER: | 0 |
| REPORTING
PERSON WITH | 10 | SHARED DISPOSITIVE
POWER: | 976,063 |
- 11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY
REPORTING PERSON: 976,063
- 12** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)
EXCLUDES CERTAIN SHARES: **o**
- 13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 4.2%
- 14** TYPE OF REPORTING PERSON: OO