

INVIVO CORP
 Form 5
 March 13, 2002

		UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549			
Form 5		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP		OMB APPROVAL <u>OMB Number: K235-0287</u> <u>Expires: December 31, 2001</u> Estimated average burden hours per response H.5	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		Filed pursuant to Section 16(a) of the Securities Exchange act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940			
(Print or Type Responses)					
1. Name and Address of Reporting Person		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
		Invivo Corporation (SAFE)			
(Last) (First) (Middle) Willow Creek Capital Management		3. IRS Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Year 12/2001	_____ Director _____ 10% Owner _____ Officer (give _____ Other (specify title below) below)	
(Street) 17 East Sir Francis Drake Blvd., Suite 100			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) ___ Form filed by One Reporting Person ___ Form filed by More	

						than One Reporting Person		
(City) (State) (Zip)		Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
Larkspur, California 94939								
1. Title of Security (Instr. 4)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 AND 5)			5. Amount of Securities Beneficially Owned at End of Issuers Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount (A) or (D)	Price			
Common Stock	10/26/01	P	519		12.26	20,310		See Note 2
Common Stock	10/29/01	P	24		12.28	20,310		See Note 2
Common Stock	10/30/01	P	79		11.92	20,310		See Note 2
Common Stock	10/31/01	P	50		12.02	20,310		See Note 2
Common Stock	11/01/01	P	31		12.00	20,310		See Note 2

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Common Stock	11/05/01	P	19	A	12.42	20,320	See Note 2
Common Stock	11/07/01	P	24	A	12.04	20,320	See Note 2
Common Stock	11/08/01	P	72	A	12.10	20,320	See Note 2
Common Stock	11/09/01	P	145	A	12.26	20,320	See Note 2
Common Stock	11/13/01	P	210	A	12.26	20,320	See Note 2
Common Stock	11/14/01	P	62	A	12.25	20,320	See Note 2
Common Stock	11/15/01	P	45	A	12.25	20,320	See Note 2
Common Stock	11/16/01	P	35	A	12.10	20,320	See Note 2
Common Stock	11/19/01	P	48	A	12.22	20,320	See Note 2
Common Stock	11/20/01	P	15	A	12.45	20,320	See Note 2
Common Stock	11/21/01	P	39	A	12.17	20,320	See Note 2

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Common Stock	11/23/01	P	22	A	12.45	20,320		See Note 2
Common Stock	11/26/01	P	58	A	12.41	20,320		See Note 2
Common Stock	11/28/01	P	36	A	12.45	20,320		See Note 2
Common Stock	11/29/01	P	12	A	12.50	20,320		See Note 2
Common Stock	11/30/01	P	48	A	12.54	20,320		See Note 2
Common Stock	12/04/01	P	72	A	12.65	20,320		See Note 2
Common Stock	12/05/01	P	40	A	12.95	20,320		See Note 2
Common Stock	12/06/01	P	24	A	12.90	20,320		See Note 2
Common Stock	12/07/01	P	62	A	12.57	20,320		See Note 2
Common Stock	12/10/01	P	62	A	12.84	20,320		See Note 2
Common Stock	12/11/01	P	67	A	12.45	20,320		See Note 2
Common Stock	12/12/01	P	19	A	12.61	20,320		See Note 2
Common Stock	12/13/01	P	48	A	12.77	20,320		See Note 2

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Common Stock	12/14/01	P	15	A	12.58	20,320		See Note 2
Common Stock	12/17/01	P	114	A	13.15	20,320		See Note 2
Common Stock	12/18/01	P	32	A	13.20	20,320		See Note 2
Common Stock	12/19/01	P	82	A	13.47	20,320		See Note 2
Common Stock	12/20/01	P	43	A	13.53	20,320		See Note 2
Common Stock	12/21/01	P	9	A	13.65	20,320		See Note 2
Common Stock	12/24/01	P	67	A	13.23	20,320		See Note 2
Common Stock	12/26/01	P	32	A	13.49	20,320		See Note 2
Common Stock	12/27/01	P	26	A	13.43	20,320		See Note 2
Common Stock	12/28/01	P	48	A	13.36	20,320		See Note 2
Common Stock	12/31/01	P	32	A	13.32	20,320		See Note 2

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year).	7. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	8. Price of Derivative Security (Instr. 5)

				(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares		

Explanation of Responses:

1. The reporting persons are Willow Creek Capital Management ("WCCM"), WC Capital Management, LLC ("WC LLC") and Aaron H. Braun. WCCM is a registered investment adviser and the manager of WC LLC. WC LLC is the general partner of investment limited partnerships.
2. These securities are owned directly by investment advisory accounts of WCCM and investment limited partnerships of which WC LLC is the general partner. The securities are indirectly beneficially owned by WCCM, and by Mr. Braun as the controlling owner of WCCM. The reporting persons disclaim membership in a group with any persons not reporting hereon within the meaning of Rule 13d-5(b)(i) and Rule 16a-1(a)(1) under the Securities Exchange Act of 1934, as amended.

Dated: March 12, 2002

Willow Creek Capital Management

WC Capital Management, LLC

By: _____

By: Willow Creek Capital Management,
Manager

Aaron H. Braun

By: _____

President

Aaron H. Braun

President

Aaron H. Braun

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff

Joint Filer Information

Edgar Filing: INVIVO CORP - Form 5

Name: WC Capital Management, LLC

Address: 17 East Sir Francis Blvd., Suite 100, Larkspur, CA 94939

Designated Filer: Willow Creek Capital Management

Issuer and Ticker Symbol: Invivo Corporation (SAFE)

Statement for Month/Year: February 2002

WC Capital Management, LLC

By: Willow Creek Capital Management, Manager

By: _____

Aaron H. Braun

President

Name: Aaron H. Braun

Address: 17 East Sir Francis Blvd., Suite 100, Larkspur, CA 94939

Designated Filer: Willow Creek Capital Management

Issuer and Ticker Symbol: Invivo Corporation (SAFE)

Statement for Month/Year: February 2002

Aaron H. Braun