Greenspan Todd James Form 3 May 11, 2005

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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response...

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Greenspan Todd James

(Last) (First) (Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

05/03/2005

ISOLAGEN INC [ILE]

4. Relationship of Reporting Person(s) to Issuer

Director

Filed(Month/Day/Year)

102 PICKERING WAY

(Street)

(Check all applicable)

6. Individual or Joint/Group

5. If Amendment, Date Original

Filing(Check Applicable Line) _X_ Form filed by One Reporting

_X__ Officer Person (give title below) (specify below) Form filed by More than One Corporate Controller Reporting Person

10% Owner

Other

EXTON, PAÂ 19341

1. Title of Security

(Instr. 4)

(City) (State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities

Beneficially Owned (Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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 control number.

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

1. Title of Derivative 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect Security **Expiration Date** Securities Underlying Conversion Ownership Beneficial (Month/Day/Year) (Instr. 4) Derivative Security or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security: Date Exercisable Expiration Security Direct (D) Date Amount or or Indirect Title Number of (I) Shares

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Employee Stock Option $05/03/2006\underline{^{(1)}}$ 05/03/2010 Common stock 05/03/2010 Stock 05/03/2010 A

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Greenspan Todd James
102 PICKERING WAY

 Â Ĉorporate Controller Â

Signatures

EXTON, PAÂ 19341

Todd J.
Greenspan

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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(a).
- (1) The option becomes exerisable in three equal annual installments commencing May 3, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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