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JOHNSON & JOHNSON
Form SC 13G
February 03, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)
(Amendment No.) (1)

NuVasive, Inc.

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

670704 10 5

(CUSIP Number)

May 12, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which
this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which would
alter disclosures provided in a prior cover page. The information required on
the remainder of this cover page shall not be deemed to be "filed" for the
purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise
subject to the liabilities of that section of the Act but shall be subject to
all other provisions of the Act.

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Johnson & Johnson
22-1024240

2. CHECK THE APPROPRIATE BOX IF (a) []
A MEMBER OF A GROUP (b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New Jersey

- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5. SOLE VOTING POWER
-0-
6. SHARED VOTING POWER
1,491,132 shares of Common Stock
7. SOLE DISPOSITIVE POWER
-0-
8. SHARED DISPOSITIVE POWER
1,491,132 shares of Common Stock

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,491,132 shares of Common Stock

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.25%

12. TYPE OF REPORTING PERSON

CO

-2-

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Johnson & Johnson Development Corporation

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22-2007137

2. CHECK THE APPROPRIATE BOX IF (a) []
A MEMBER OF A GROUP (b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New Jersey

NUMBER OF 5. SOLE VOTING POWER

SHARES -0-

BENEFICIALLY

OWNED BY

EACH

REPORTING

PERSON

WITH

6. SHARED VOTING POWER

1,225,400 shares of Common Stock

7. SOLE DISPOSITIVE POWER

-0-

8. SHARED DISPOSITIVE POWER

1,225,400 shares of Common Stock

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,225,400 shares of Common Stock

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.1%

12. TYPE OF REPORTING PERSON

CO

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Alza Corporation
77-0142070

2. CHECK THE APPROPRIATE BOX IF (a) []
A MEMBER OF A GROUP (b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

5. SOLE VOTING POWER

-0-

6. SHARED VOTING POWER

265,732 shares of Common Stock

7. SOLE DISPOSITIVE POWER

-0-

8. SHARED DISPOSITIVE POWER

265,732 shares of Common Stock

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

265,732 shares of Common Stock

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.1%

12. TYPE OF REPORTING PERSON

CO

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Schedule 13G

ITEM 1(a) - NAME OF ISSUER:

NuVasive, Inc.

ITEM 1(b) - ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

10065 Old Grove Road
San Diego, CA 92131

ITEM 2(a) - NAME OF PERSON FILING:

This statement is being filed by Johnson & Johnson, a New Jersey corporation ("J&J"), Johnson & Johnson Development Corporation, a New Jersey corporation ("JJDC") and Alza Corporation, a Delaware corporation ("Alza"). JJDC and Alza are wholly-owned subsidiaries of J&J. The securities reported herein as being held by J&J, JJDC and Alza are directly beneficially owned by JJDC and Alza. J&J may be deemed to indirectly beneficially own the securities that are directly beneficially owned by JJDC and Alza.

ITEM 2(b) - ADDRESS OF PRINCIPAL BUSINESS OFFICE:

J&J and JJDC: One Johnson & Johnson Plaza, New Brunswick,
NJ 08933
Alza: 1900 Charleston Road, Mountain View, CA 94309

ITEM 2(c) - CITIZENSHIP:

J&J: New Jersey
JJDC: New Jersey
Alza: Delaware

ITEM 2(d) - TITLE OF CLASS OF SECURITIES:

Common Stock, \$.001 par value per share ("Common Stock")

ITEM 2(e) - CUSIP NUMBER:

670704 10 5

ITEM 3 - STATEMENTS FILED PURSUANT TO RULES 13D-1(B) OR
13D-2(B) OR (C):

Not applicable.

ITEM 4 - OWNERSHIP:

(a) Amount Beneficially Owned:

J&J: 1,491,132 shares of Common Stock
JJDC: 1,225,400 shares of Common Stock
Alza: 265,732 shares of Common Stock

(b) Percent of Class:

J&J: 6.25%

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JJDC: 5.1%
Alza: 1.1%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: -0-

(ii) shared power to vote or to direct the vote:

J&J: 1,491,132 shares of Common Stock
JJDC: 1,225,400 shares of Common Stock
Alza: 265,732 shares of Common Stock

(iii) sole power to dispose or to direct the disposition of:
-0-

(iv) shared power to dispose or to direct the disposition
of:

J&J: 1,491,132 shares of Common Stock
JJDC: 1,225,400 shares of Common Stock
Alza: 265,732 shares of Common Stock

ITEM 5 - OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable.

ITEM 6 - OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER
PERSON:

Not applicable.

ITEM 7 - IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH
ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT
COMPANY:

Not applicable.

ITEM 8 - IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9 - NOTICE OF DISSOLUTION OF GROUP:

Not applicable.

ITEM 10 - CERTIFICATION:

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

JOHNSON & JOHNSON

By /s/ MICHAEL H. ULLMANN

Name: Michael H. Ullmann
Title: Secretary

JOHNSON & JOHNSON DEVELOPMENT CORPORATION

By /s/ MANISH YADAV

Name: Manish Yadav
Title: Secretary

ALZA CORPORATION

By /s/ MICHELLE M. DAIGNEAULT

Name: Michelle M. Daigneault
Title: Secretary

Dated: February 1, 2005