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

### **SCHEDULE 13D**

Under the Securities Exchange Act of 1934

(Amendment No. 3)

### BIOTIME INC.

(Name of Issuer)

### Common Shares, no par value

(Title of class of securities)

09066L105 (CUSIP number)

Steven Bayern 26 West Broadway #1004 Long Beach, NY 11561 (516) 431-2121

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

August 2, 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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<b>CUSIP</b> No	. 09066L105		13I	)	Page 2 of 10 Pages	
1	NAME OF REP	ORTING	PERSON: Cyndel & C	Co., Inc.		
	S.S. OR I.R.S. I OF ABOVE PE					
2	CHECK THE A	PPROPR	IATE BOX IF A MEM	IBER OF A GROUF	o. :	(a) x (b) o
3	SEC USE ONL	Y				(6) 0
4	SOURCE OF F	UNDS: W	C			
5	CHECK BOX I		OSURE OF LEGAL PF (d) OR 2(e):	ROCEEDINGS IS R	EQUIRED	0
6	CITIZENSHIP	OR PLAC	E OF ORGANIZATIO	ON: New York		
	MBER OF HARES	7	SOLE VOTING POV	WER		940,476
BENE	FICIALLY NED BY	8	SHARED VOTING	POWER:		0
F	EACH ORTING	9	SOLE DISPOSITIVE	E POWER:		940,476
PERS	ON WITH	10	SHARED DISPOSIT	TIVE POWER:		0
11	AGGREGATE REPORTING P		Γ BENEFICIALLY OV	WNED BY		940,476
12	CHECK BOX II CERTAIN SHA		GGREGATE AMOUN	T IN ROW (11) EX	CLUDES	0
13	PERCENT OF	CLASS R	EPRESENTED BY AN	MOUNT IN ROW (1	11):	4.1-%
14	TYPE OF REPO	ORTING	PERSON: CO	0		

CUSIP N	No. 09066L105 NAME OF RE	PORTI	13D NG PERSON: Steven Bayern.	Page 3 of 10 Pages
	S.S. OR I.R.S. OF ABOVE PI		TIFICATION NO. : **	
2	CHECK THE	APPRO	PRIATE BOX IF A MEMBER OF A GROUP:	(a) x
3	SEC USE ONI	.Y		(b) o
4	SOURCE OF I	FUNDS	: PF	
5			CLOSURE OF LEGAL PROCEEDINGS IS ANT TO ITEM 2(d) OR 2(e):	0
6	CITIZENSHIP	OR PL	ACE OF ORGANIZATION: United States	
	MBER OF HARES	7	SOLE VOTING POWER:	30,000
BENI	EFICIALLY NED BY	8	SHARED VOTING POWER:	1,700,170
	EACH PORTING	9	SOLE DISPOSITIVE POWER:	0
PERS	SON WITH	10	SHARED DISPOSITIVE POWER:	1,700,170
11	AGGREGATE REPORTING		JNT BENEFICIALLY OWNED BY N:	1,730,170
12	CHECK BOX CERTAIN SHA		AGGREGATE AMOUNT IN ROW (11) EXCI	LUDES o
13	PERCENT OF ROW (11):	CLAS	S REPRESENTED BY AMOUNT IN	7.4%
14	TYPE OF REP	ORTIN	IG PERSON: IN	

CUSIP No. (		PORTING	13l PERSON: Cynthia		Page 4 of 10 Pages	S
	S.S. OR I.R.S. OF ABOVE PE					
2	CHECK THE A	APPROPR	IATE BOX IF A MI	EMBER OF A GRO	OUP:	(a) x (b) o
3	SEC USE ONL	Υ				(0) 0
4	SOURCE OF F	UNDS: P	F			
5	CHECK BOX		OSURE OF LEGAL (d) OR 2(e):	PROCEEDINGS IS	S REQUIRED	0
6	CITIZENSHIP	OR PLAC	CE OF ORGANIZAT	ΓΙΟΝ: United States	3	
	IBER OF IARES	7	SOLE VOTING P	OWER:		0
BENE	FICIALLY NED BY	8	SHARED VOTIN	G POWER:		403,000
Е	EACH ORTING	9	SOLE DISPOSITI	IVE POWER:		0
	ON WITH	10	SHARED DISPOS	SITIVE POWER:		403,000
11	AGGREGATE REPORTING I		T BENEFICIALLY	OWNED BY		403,000
12	CHECK BOX		GGREGATE AMOU	JNT IN ROW (11) l	EXCLUDES	0
13	PERCENT OF	CLASS R	EPRESENTED BY	AMOUNT IN ROW	V (11):	1.8%
14	TYPE OF REP	ORTING	PERSON:	IN		

CUSIP N	lo. 09066L105 NAME OF RE	EPORT	13D ING PERSON: Patrick Kolenick.	Page 5 of 10 Pages	
	S.S. OR I.R.S. OF ABOVE P		ΓΙFICATION NO. N:		
2	CHECK THE GROUP: SEC USE ON		OPRIATE BOX IF A MEMBER OF A	A	(a) x (b) o
4	SOURCE OF I		S: PF		
5			CLOSURE OF LEGAL REQUIRED PURSUANT TO ITEM		0
6	CITIZENSHIF	OR P	LACE OF ORGANIZATION: United	1 States	
	MBER OF HARES	7	SOLE VOTING POWER:		80,100
BENE	FICIALLY NED BY	8	SHARED VOTING POWER:		1,383,670
F	EACH ORTING	9	SOLE DISPOSITIVE POWER:		80,100
	ON WITH	10	SHARED DISPOSITIVE POWER:		1,383,670
11	AGGREGATE REPORTING		UNT BENEFICIALLY OWNED BY ON:	7	1,463,770
12			E AGGREGATE AMOUNT IN ROW RTAIN SHARES:	V	0
13	PERCENT OF (11):	CLAS	S REPRESENTED BY AMOUNT IN	N ROW	6.3%
14	TYPE OF REP PERSON:	PORTI	NG IN		

	lo. 09066L105			13D	Page 6 of 10 Pages	
1	NAME OF RE	EPORT	ING PERSON: SJCMB	Family Limited I	Partnership	
	S.S. OR I.R.S. OF ABOVE P		TIFICATION NO. N:			
2	CHECK THE GROUP:	APPR	OPRIATE BOX IF A M	EMBER OF A		(a) x (b) o
3	SEC USE ON	LY				
4	SOURCE OF	FUND	S: WC, AF			
5			SCLOSURE OF LEGAI REQUIRED PURSUAN			0
6	CITIZENSHIE	P OR P	LACE OF ORGANIZA	TION: New York		
	MBER OF HARES	7	SOLE VOTING POW	VER:		0
	FICIALLY NED BY	8	SHARED VOTING F	POWER:		0
	EACH ORTING	9	SOLE DISPOSITIVE	POWER:		0
	ON WITH	10	SHARED DISPOSIT	IVE POWER:		0
11	AGGREGATI REPORTING		OUNT BENEFICIALLY ON:	OWNED BY		0
12			E AGGREGATE AMO ERTAIN SHARES:	UNT IN ROW		0
13	PERCENT OF (11):	F CLAS	SS REPRESENTED BY	AMOUNT IN R	OW	0%
14	TYPE OF REI PERSON:	PORTI	NG PN			

CUSIP N	lo. 09066L105 NAME OF REP	ORTING	FPERSON: Hunting	13D gton Laurel Partners	Page 7 of 10 Page ship	es
	S.S. OR I.R.S. II OF ABOVE PE		CATION NO.			
2	CHECK THE A	PPROPR	IATE BOX IF A M	IEMBER OF A GR	OUP:	(a) x
3	SEC USE ONLY	Y				(b) o
4	SOURCE OF FU	JNDS: W	/C, AF			
5	CHECK BOX II PURSUANT TO			L PROCEEDINGS	IS REQUIRED	0
6	CITIZENSHIP (	OR PLAC	CE OF ORGANIZA	TION: New York		
	MBER OF SHARES	7	SOLE VOTING	POWER:		443,194
BEN	EFICIALLY VNED BY	8	SHARED VOTI	NG POWER:		0
	EACH PORTING	9	SOLE DISPOSIT	TIVE POWER:		443,194
	SON WITH	10	SHARED DISPO	OSITIVE POWER:		0
11	AGGREGATE A		T BENEFICIALLY NG PERSON:	7		443,194
12	CHECK BOX II CERTAIN SHA		GGREGATE AMO	OUNT IN ROW (11)	EXCLUDES	0
13	PERCENT OF C AMOUNT IN R		EPRESENTED BY :	7		1.9%
14	TYPE OF REPO	RTING	PERSON:	PN		

This Amendment No. 3 ("Amendment No. 2") amends and supplements the Statement on Schedule 13D dated December 26, 2005, as amended by Amendment No. 1 dated April 18, 2006 and Amendment No. 2 dated July 19, 2006 (the "Statement")) relating to the common shares, no par value (the "Shares"), of BioTime Inc., a California corporation (the "Company"), and is filed by and on behalf of the undersigned reporting persons (collectively, the "Reporting Persons"). Unless otherwise defined herein, all capitalized terms used herein shall have the meanings previously ascribed to them in the previous filing of the Statement.

### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

- (a) As of the date of this statement, each of the Reporting Persons beneficially owned the Shares and the percentage of the outstanding Shares of the Company shown their respective cover page, which information is incorporated by reference herein by such Reporting Person. The percentages are based upon the number of shares shown as outstanding on the Company's annual report on Form 10-QSB for the three months ended March 31, 2006 plus 100,000 shares issuable to the lenders under the Credit Agreement (as defined below).
- (c) The following Shares were purchased and sold in privately negotiated transactions

Seller	Date	Number of Shares	Price Per Share
SJCMB Family			
	August 2,		
Limited Partnership	2006	74,200	\$ 0.25
	August 2,		
Steven Bayern	2006	107,143	\$ 0.25

SJCMB Family Limited Partnership no longer beneficially owns any Shares or Warrants.

(e) On or about August 2, 2006, SJCMB Family Limited Partnership sold 74,200 Shares and now no longer beneficially owns any Shares or Warrants.

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### **SIGNATURES**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information contained in this Statement is true, complete and correct.

Dated: Au	agust 3, 2006
s/ Steven	Bayern
Steven Baye	ern
s/ Cynthia	a Bayern
Cynthia Bay	yern
s/ Patrick	Kolenik
Patrick Kolo	enik
Cyndel &	Co., Inc.
By:	s/ Patrick Kolenik
	Patrick Kolenik, President
SJCMB F	Family Limited Partnership
By: SSJC	M, LLC, General Partner
By:	s/ Steven Bayern
	Steven Bayern, Managing Mo
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# Huntington Laurel Partnership By: Huntington Laurel Capital Management LLC General Partner

By: s/ Steven Bayern

Steven Bayern,
Member

By: s/ Patrick Kolenik

Patrick Kolenik, Member

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