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WORLD HEART CORP

Form 3

December 20, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement WORLD HEART CORP [WHRT] **ABIOMED INC** (Month/Day/Year) 12/11/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 22 CHERRY HILL DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X__ 10% Owner Director _X_ Form filed by One Reporting Officer Other Person DANVERS, MAÂ 01923 (give title below) (specify below) Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

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

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8% Secured Convertible Promissory Note	(1)	12/11/2017	Common Stock	2,858,861	\$ 1.7489 (2)	D	Â
Warrant (right to buy)	(3)	12/11/2012	Common	3,400,000	\$ 0.01	D	Â

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ABIOMED INC

22 CHERRY HILL DRIVE Â Â X Â Â

DANVERS, MAÂ 01923

Signatures

/s/ Michael R. Minogue, Chairman, CEO and President for ABIOMED, Inc.

12/20/2007

**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).
- All or any portion of the principal amount of the Note then outstanding shall be convertible at any time and from time to time from after (1) December 11, 2007. \$1 million of the Note is outstanding as of December 11, 2007 and an additional \$4,000,000 is to be funded on or about January 3, 2007.
- The principal amount of the Note is convertible at \$1.7489, subject to anti-dilution adjustments in the event that World Heart Corporation (2) issues securities at a lower effective price, at any time. The Note will accrue interest at 8% per annum and, at the option of ABIOMED, the interest may be converted into common shares at the then market value.
- (3) This warrant is immediately exercisable for up to 680,000 shares of common stock and will become exercisable for the remaining 2,720,000 shares of common stock on or about January 3, 2008.

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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