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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPRO	VAL
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			or Se	ection 30(n) of	the in	vestment	Compa	ny Act of 19	940					
1	dress of Reporting BIOSCIENC	Person [*] <u>E PARTNERS IV</u>		uer Name and ADIA PH D]					<u>C</u> [tionship of Reportin all applicable) Director Officer (give title below)	g Person(X	10% C	wner (specify
(Last) 222 BERKEL	(First) LEY ST.	(Middle)		e of Earliest T D/2005	ransad	tion (Mon	th/Day/	Year)			Delow)		below)	
(Street) BOSTON (City)	MA (State)	02116 (Zip)	4. If A	mendment, Da	ate of (Driginal Fi	led (Mo	nth/Day/Ye	ar)	6. Indiv Line)	ridual or Joint/Group Form filed by One Form filed by Mor Person	e Reportin	ng Perso	on
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1 Title of Coord	uite : (lucate: -2)	2 Trene		24 Deemed		2			amulinad (A)		E Amount of	C. O	rahin	7 Network

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	04/20/2005		Р		586,402	A	\$6.8213	3,160,238	D ⁽¹⁾	

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

				-				-							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number Derivative Securities Acquired or Dispo of (D) (In 3, 4 and	ve es I (A) sed str.	Expiration Date (Month/Day/Year)		ate of Securities		Securities Derivative nderlying Security erivative Security (Instr. 5)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Common Stock Warrant (right to buy)	\$ 8.148	04/20/2005		Р		146,600		10/17/2005	04/19/2010	Common Stock	146,600	\$0	146,600	D ⁽¹⁾	

1. Name and Address of Reporting Person* <u>OXFORD BIOSCIENCE PARTNERS IV LP</u>								
(Last) (First) (Middle)								
222 BERKELEV ST								

Y ST.							
МА	02116						
(City) (State)							
ess of Reporting Person [*]							
(First) Y ST.	(Middle)						
MA	02116						
(State)	(Zip)						
ess of Reporting Person [*]							
(First) Y ST.	(Middle)						
	MA (State) ss of Reporting Person* GEMENT IV LP (First) Y ST. MA (State) ss of Reporting Person* <u>FFREY T</u> (First)						

(Street)

BOSTON	MA	02116						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* CARTHY MARK								
(Last) 222 BERKELEY S	(First) Γ.	(Middle)						
(Street) BOSTON	МА	02116						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] FLEMING JONATHAN								
(Last) 222 BERKELEY S	(First) Г.	(Middle)						
(Street) BOSTON	МА	02116						
(City)	(State)	(Zip)						
1. Name and Address of LYTTON MICH								
(Last) 222 BERKELEY ST	(First) Γ.	(Middle)						
(Street) BOSTON	МА	02116						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* WALTON ALAN G								
(Last) 222 BERKELEY S	(First) Г.	(Middle)						
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						

Explanation of Responses:

1. Securities held of record by Oxford Bioscience Partners IV L.P. ("Oxford IV"). OBP Management IV L.P. ("OBP IV") (as the general partner of Oxford IV), may also be deemed to own beneficially the shares held of record by Oxford IV. Each of Messrs. Barnes, Carthy, Fleming, Lytton, and Walton (who is a Director of the Issuer), the individual general partners of OBP IV, may be deemed to own beneficially the shares held by Oxford IV.

Remarks:

/s/ Jonathan J. Fleming, as general partner of the general partner of Oxford Bioscience Partners IV L.P.	<u>04/20/2005</u>
<u>/s/ Jonathan J. Fleming, as</u> <u>general partner of the general</u> <u>partner of Oxford Bioscience</u> <u>Partners IV L.P.</u>	<u>04/20/2005</u>
<u>/s/ Jeffrey T. Barnes</u>	04/20/2005
<u>/s/ Raymond Charest, as</u> <u>attorney-in-fact for Mark P.</u> <u>Carthy</u>	<u>04/20/2005</u>
<u>/s/ Jonathan J. Fleming</u>	04/20/2005
<u>/s/ Raymond Charest, as</u> <u>attorney-in-fact for Michael E.</u> <u>Lytton</u>	<u>04/20/2005</u>
<u>/s/ Alan G. Walton</u> ** Signature of Reporting Person	<u>04/20/2005</u> Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Exhibit 24 - POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Raymond Charest, Alexia Pearsall and Jonathan J. Fleming, and each of them, with full power to act without the other, his true and lawful attorney-in-fact and agent, with full power of substitution, for him and in his name, place and stead, in any and all capacities (until revoked in writing) to sign any and all instruments, certificates and documents required to be executed on behalf of himself as an individual or in his capacity as a general partner or authorized signatory, as the case may be, on behalf of any of Oxford Bioscience Partners IV L.P., mRNA II L.P., or OBP Management IV L.P., pursuant to section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, Inc., granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as he might or could do in person thereby ratifying and confirming all that said attorney-in-fact and agent, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof, or may have done in connection with the matters described above.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 8th day of April, 2004.

OXFORD BIOSCIENCE PARTNERS IV L.P. by its General Partner, OBP MANAGEMENT IV L.P.

By: /s/ Jonathan Fleming Name: Jonathan J. Fleming Title: General Partner

MRNA FUND II L.P. By its General Partner, OBP MANAGEMENT IV L.P.

By: /s/ Jonathan Fleming Name: Jonathan J. Fleming Title: General Partner

OBP MANAGEMENT IV L.P.

By:/s/ Jonathan Fleming Name: Jonathan J. Fleming Title: General Partner

/s/ Jeffrey T. Barnes Jeffrey T. Barnes

/s/ Mark P. Carthy Mark P. Carthy

/s/ Jonathan J. Fleming Jonathan J. Fleming

/s/ Michael E. Lytton Michael E. Lytton

/s/ Alan G. Walton Alan G. Walton