AVI BIOPHARMA INC
Form 4
February 08, 2007

# FORM 4

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
IVERSEN PATRICK L

(Last) (First) (Middle)

ONE SW COLUMBIA, SUITE 1105

(Street)

PORTLAND, OR 97258

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
AVI BIOPHARMA INC [AVII]

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Sr VP of Research & Devlopment

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Common Stock | | | | | | | | 49,066 | D | |
| Common Stock | | | | | | | | 3,000 | I | by Spouse |
| Common Stock | | | | | | | | 6,000 | I | by Trust |

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

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SEC 1474 (9-02)

**number.**

**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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of |
| Incentive Stock Option (right to buy) | $ 3 | 02/06/2007 | | A | | 33,334 | | 02/06/2009[(1)] | 02/06/2017 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 3 | 02/06/2007 | | A | | 91,666 | | 02/06/2008[(1)] | 02/06/2017 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 2.53 | | | | | | | 02/22/2006[(1)] | 02/22/2015 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 3.6875 | | | | | | | 01/21/2000[(2)] | 01/21/2009 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 5.35 | | | | | | | 12/05/2004[(1)] | 12/05/2012 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 5.75 | | | | | | | 01/03/2001[(1)] | 01/03/2010 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 6.6875 | | | | | | | 09/11/1998[(2)] | 09/01/2007 | Common Stock | |
| Incentive Stock Option (right to buy) | $ 7.35 | | | | | | | 02/16/2007[(1)] | 02/16/2016 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 3.6875 | | | | | | | 01/21/2000[(2)] | 01/21/2009 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 5.35 | | | | | | | 12/05/2003[(1)] | 12/05/2012 | Common Stock | |

| | | | | | |
|---|---|---|---|---|---|
| Non-Qualified Stock Option (right to buy) | $ 5.75 | | 01/03/2001[(1)] | 01/03/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 6.625 | | 01/01/1999[(3)] | 02/02/2008 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 6.6875 | | 09/11/1998[(2)] | 09/01/2007 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 7.35 | | 02/16/2007[(1)] | 02/16/2016 | Common Stock |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| IVERSEN PATRICK L<br>ONE SW COLUMBIA, SUITE 1105<br>PORTLAND, OR 97258 | | | Sr VP of Research & Devlopment | |

# Signatures

| | |
|---|---|
| By: Mark M. Webber, Attorney-in-fact For: Patrick L. Iversen | 02/08/2007 |
| **Signature of Reporting Person | Date |

# Explanation of Responses:

***** 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).

**(1)** The Stock Option Grant vest as follows: 1/3 vest one year from date of grant and 1/3 each year thereafter until all shares vest three years from grant date.

**(2)** Vesting: 25% of the shares vest each year from the date of grant with all shares vesting in four years.

**(3)** Option Grant vests 50% each year on grant date with all shares vesting two years from grant date.

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