

DOR BIOPHARMA INC
 Form 4
 December 17, 2004

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 MYRIANTHOPOULOS EVAN

(Last) (First) (Middle)

1691 MICHIGAN AVE, SUITE 435

(Street)

MIAMI, X1 33139

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 DOR BIOPHARMA INC [DOR]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/13/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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 control number.

SEC 1474 (9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|-------------------------------|------------------------------|------------------|--|---------|------------------|-----------------|--------------|----------------------|
| | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code V | | | | |
| Stock Options (right to buy) | \$ 0.49 | 12/13/2004 | A | 500,000 | (1) | 12/13/2014 | Common Stock | 500,000 |
| Stock Options (right to buy) | \$ 0.47 | | | | | 11/10/2004 | 11/10/2014 | Common Stock 150,000 |
| Stock Options (right to buy) | \$ 0.58 | | | | | 09/09/2004 | 09/09/2014 | Common stock 50,000 |
| Stock Options (right to buy) | \$ 0.9 | | | | | 09/15/2003 | 09/15/2013 | Common Stock 50,000 |
| Stock Warrants (right to buy) | \$ 0.8756 | | | | | 09/15/2003 | 09/15/2008 | Common Stock 120,880 |
| Stock Warrants (right to buy) | \$ 0.35 | | | | | 12/30/2002 | 12/30/2007 | Common Stock 43,920 |
| Stock Warrants (right to buy) | \$ 0.75 | | | | | 12/30/2002 | 12/30/2007 | Common Stock 21,520 |
| Stock Options (right to buy) | \$ 0.35 | | | | | 11/14/2002 | 11/14/2012 | Common Stock 150,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MYRIANTHOPOULOS EVAN 1691 MICHIGAN AVE | X | | Chief Financial Officer | |

SUITE 435
MIAMI, X1 33139

Signatures

/s/ Evan

Myrianthopoulos

12/17/2004

__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) Options will vest quarterly on each three month anniversary of his employment in equal installments of 41,667.

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

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