FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

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

1. Name and Address of Reporting Person*

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

2. Issuer Name and Ticker or Trading Symbol

(T+)	IRWIN M			QUAL	COIVI	1141 11	NC/DE	QCON	/1j			_X Director	`	10%	Owner	
5775 MO	REHOUSI	(First) E DR.		3. Date of 10/31/2		est Tı	ransactio	on (Month	/Day/Ye	ar)		X Officer (giv			er (specify bel	ow)
SAN DIE	GO. CA 9	(Street) 2121-1714		4. If Ame	ndmei	nt, Da	ate Origi	nal Filed(N	Month/Day	/Year)	6	. Individual o X_Form filed by _Form filed by	One Reporting	p Filing(Check Person Reporting Person	Applicable Li	ne)
(City)		(State)	(Zip)			7	Table I -	- Non-Dei	ivative	Securitie	s Acquir	ed, Disposed	of, or Bene	ficially Own	ed	
1.Title of Se (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Year)	2A. Dee Executionary (Month/	on Dat	te, if	3. Trans Code (Instr. 8	((A) or D	ties Acquisposed of 4 and 5)	of (D)	5. Amount of Owned Follow Transaction(s) (Instr. 3 and 4	ving Reporte	ed	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
							Code	. V	Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Common	Stock		10/31/2005				M	4	40,000	A	\$ 3.90	26,124,749				by Trust
Common	Stock		10/31/2005				S ⁽²⁾	4	47,000		\$ 40.64	26,077,749			[by Trust
Common	Stock										-	1,114,706			[By GRAT
Common	Stock											1,114,706				by Spouse
Reminder: R	Report on a se	eparate line for each	class of securities b	eneficial	ly own	ned di	irectly or	Perso in this	ns who form a	re not r	equired	collection of to respond IB control r	unless the		ed SEC	1474 (9-02)
Reminder: R	Report on a se	eparate line for each	class of securities b	Derivati	ve Sec	curiti	ies Acqu	Perso in this displa ired, Disp	ns who form a ys a cu	re not r rrently or Bene	equired valid ON ficially C	to respond IB control r	unless the		ed SEC	1474 (9-02)
	2. Conversion or Exercise Price of Derivative Security	3. Transaction	Table II - 3A. Deemed Execution Date, if	Derivati (e.g., put 4. Transac Code	ve Sects, call 5tion of Section	curiti Is, wa 5. Nur of Der Securi Acqui	mber rivative ities ared (A) sposed 3, 4,	Perso in this displa	ns who form a ys a cu oosed of, onvertib xercisable n Date	re not r rrently , or Bene ole secur	equired valid ON ficially C ities)	to respond MB control r Dwned and Amount erlying es	unless the umber.	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	f 10. Owners Form o Derivat Security Direct (or Indir	ship of Indire Beneficitive Ownersl (Instr. 4
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, if	Derivati (e.g., put 4. Transac Code	ve Sects, call stion so	curiti Is, wa 5. Nur of Der Securi Acqui or Dis of (D) Instr.	mber rivative ities ared (A) sposed 3, 4,	Person in this displa ired, Dispoptions, continuous, c	ns who form a ys a cu posed of, onvertil kercisabla Date bay/Year	re not r rrently , or Bene ole secur	equired valid ON ficially Cities) 7. Title of Unde Securiti	to respond MB control r Dwned and Amount erlying es	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Owners Form o Derivat Security Direct (or Indir	ship of Indire Beneficitive Ownersl (Instr. 4

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
JACOBS IRWIN M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	X		Chairman of the Board	

Signatures

By: Lisa V. Murzic, Attorney-in-Fact For: Irwin M. Jacobs	11/01/2005	5																										,	,	,	5	5	5	5	5	5	;	;	5	,	,		i							,	,					,		5	,	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	,				,	,	,										;	;	;	;	5	;	;				
**Signature of Reporting Person	Date	_															ı	 	 	 							 	 _	_	_	_					_	Ī	Ī		_	_	 	Ī	Ī	_	_	 	_	_	_	_	_			_	 _	_																											_	_	Ī	Ī	_	_	_	_	 Ī	Ī	Ī	Ī,		Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	Ī	
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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) Securities held by Irwin M. Jacobs & Joan Klein Jacobs as Trustees of the Irwin Mark Jacobs & Joan Klein Jacobs Family Trust UTA dtd 6/2/80, as amended
- (2) The disposition of shares was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (3) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest in five equal annual installments beginning on November 14, 1998.

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.