FORM 4

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

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

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

(Finit of Typ	e Kesponses)															
					er Name a COMM			_	-			_X_ I	Director	(Check		e) Owner	
		(First) E DR.	(Middle)	3. Date 11/10/	of Earliest 2006	Transa	ction	(Month/E	Day/Year	.)		_X_0	Officer (give		an of the Bo	er (specify belo ard	w)
SAN DIE	GO CA 9	(Street)		4. If Am	endment,	Date Or	rigina	al Filed(Mo		_X_ For	rm filed by O	ne Reporting P	Filing(Check erson eporting Person	Applicable Lin	e)		
		(State)	(Zip)			Tab	le I -	Non-Der	ivative S	Securitie	s Acqui	ired, D	Disposed o	f, or Benefi	cially Owne	d	
1.Title of Se (Instr. 3)	te and Address of Reporting Persobs IRWIN M (Last) (First) MOREHOUSE DR. (Street) DIEGO, CA 92121-1714 (City) (State) of Security 3) mon Stock mon Stock mon Stock der: Report on a separate line for conversion or Exercise Price of Derivative Security fied n \$ 34.83 11/10/200		2. Transaction Date (Month/Day/Yea	Execu any	Deemed ition Date	if Coo (Ins		((A) or D	ties Acquisposed of 4 and 5)		Owned Transa	d Followin action(s)	ecurities Ber	-	Form:	7. Nature of Indirect Beneficial
				(Mon	th/Day/Ye		Code	V	Amount	(A) or (D)	Price	(Instr.	3 and 4)			Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	Stock		09/27/2006				G	V	15,250	D	\$ 0	13,45	58,350			I	by Trust
Common	Stock		10/10/2006				G	V	33,500	D	\$ 0	13,42	24,850			I	by Trust
Common	ACOBS IRWIN M (Last) 775 MOREHOUSE AN DIEGO, CA 92 (City) Title of Security nstr. 3) ommon Stock ommon		10/20/2006				G	V	14,000	D	\$ 0	13,41	10,850			I	by Trust
Common	Stock											6,894	4,899			I	By GRAT
Common	Stock											6,894	4,899			I	by GRAT S
Reminder: F	Report on a se	eparate line for each	class of securities b	eneficial	ly owned	lirectly	or in	Person in this	form ar		quired	d to re	spond u		on containe form displa		1474 (9-02)
			Table II		tive Secu uts, calls,							Owned	d				
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code	5. Notion Deri Secu Secu Acquor D (D)	rities varive rities pired (A sposed	of 6. E (1	Date Ex Expiration Month/Da	ercisable Date	and	7. Title of Und Securit		g		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form of Derivat Security Direct (or Indir (s) (I)	Beneficia Ownersh (Instr. 4)
				Code	V (.	A) (Date Exercisable	Expira e Date	ation	Title	0	Amount or Number of Shares		(Instr. 4)	(Instr. 4	
Non- Qualified Stock Option (right to buy)		11/10/2006		A	150	,000,		(3)	11/09	9/2016	Comr Stoo		150,000	\$ 0	150,000	D	

Reporting Owners

			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: Noreen E. Burns, Attorney-in-Fact For: Irwin M. Jacobs	11/14/2006)6		,			5						
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) 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 6/30/92.
- (2) Securities held by Joan Klein Jacobs, Trustee of the Joan Klein Jacobs's Grantor Retained Annuity Trust.
- (3) The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter. The option is fully vested five years after the date of grant.

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.