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

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longer subject to Section 16. Form 4 or Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Typ	e Responses)																
1. Name and Address of Reporting Person – JACOBS IRWIN M						and Ticker of INC/DE		~ .			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner							
5775 MO	REHOUS	(First) E DR.	(Middle)	3. Date 11/22		t Transactio	n (Mont	h/Day/Year)	_	Officer (give titl	le below)		(specify below	v)			
CAN DIE	CO CA 0	(Street)		4. If A	mendment	Date Origin	nal Filed	(Month/Day/Yo	ear)		. Individual or Jo K_ Form filed by One _ Form filed by Mor	e Reporting Per	son	blicable Line)				
SAN DIE		2121-1714 (State)	(Zip)			Table	I Non	Davivativa	Commit	ing Anguina	nd Diamagad of	ou Donofio	ially Owned					
1.Title of Se (Instr. 3)	ecurity		2. Transaction Date	2A. De Executi	emed ion Date, it	3. Transac	ction	4. Securities Disposed of	Acquire	ed (A) or	5. Amount of Se Owned Followin	ecurities Be	neficially	ó. Ownership	7. Nature of Indirect			
			(Month/Day/Year)		n/Day/Year	(Instr. 8) Code	V	(Instr. 3, 4 a	(A) or (D)		Transaction(s) (Instr. 3 and 4)]	Form: Direct (D) or Indirect I) Instr. 4)	Beneficial Ownership (Instr. 4)			
Common Stock 11/18/2011		11/18/2011			G ⁽¹⁾	V	53,572.00			3,313,745.00	1			by Trust				
Common Stock		11/22/2011			M		12,500.00	A	\$ 17.47	3,326,245.00				by Trust				
Common Stock		11/22/2011			S ⁽¹⁾		12,500.00		\$ 55.0001	3,313,745.00		-		by Trust				
Common Stock										3,877.354)					
Common Stock									,	7,819,263.00				By GRAT				
Common Stock									,	7,819,263.00)			by GRAT S				
Reminder: I	Report on a so	eparate line for each	class of securities be	II - Deri	vative Sec	urities Acq	Persthis curi	sons who form are in rently valid Disposed of,	not req I OMB or Bene	uired to re control nu eficially Ow				n SEC	1474 (9-02)			
1. Title of	2.	3. Transaction	3A. Deemed	(e.g.,		, warrants, mber of		s, convertib			nd Amount of	& Price of	9. Number o	f 10.	11. Natu			
Derivative Conversion			Execution Date, if	r, if Transaction Derivative Securities			Expira	Expiration Date Underl			lying Securities 3 and 4) Derivative Security (Instr. 5) Be Ov Fo		Derivative Securities Beneficially Owned Following Reported	Owners Form o Derivat Security Direct (or Indir	hip of Indire Benefici ive Ownersh (Instr. 4)			
				Code	V (A)	(D)	Date Exercis	Expirate Date	ation	Title	Amount or Number of Shares		Transaction((Instr. 4)	s) (I) (Instr. 4)			
Non- Qualified Stock Option (right to	\$ 17.47	11/22/2011		M		12,500.00	(6	11/0	7/2012	Commo		\$ 55.0001	35,681.00	I	by Spouse			

Reporting Owners

		Relationsl	nips	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
JACOBS IRWIN M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	X			

Signatures

By: Noreen E. Burns, Attorney-in-fact For: Irwin M. Jacobs		11/23/2011
**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 transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (2) 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.
- (3) The sale prices for this transaction ranged from \$55.00 to \$55.0001. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (4) Securities held by Nicholas S. Oliva, Trustee of the Irwin Mark Jacobs' Grantor Retained Annuity Trust.
- (5) Securities held by Nicholas S. Oliva, Trustee of the Joan Klein Jacobs' Grantor Retained Annuity Trust.
- (6) 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.