

Edgar Filing: MANHATTAN PHARMACEUTICALS INC - Form 4/A

MANHATTAN PHARMACEUTICALS INC

Form 4/A

April 14, 2003

OMB APPROVAL
 OMB NUMBER 3235-0287
 EXPIRES: JANUARY 31, 2005
 ESTIMATED AVERAGE BURDEN
 HOURS PER RESPONSE 0.5

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check 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

Tanen David M.

(Last) (First) (Middle)

95 Horatio Street, Apt. 410

(Street)

New York NY 10014

(City) (State) (Zip)

 2. Issuer Name and Ticker or Trading Symbol

Manhattan Pharmaceuticals, Inc. (f/k/a Atlantic Technology Ventures) ATLC.OB

 3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

 4. Statement for Month/Day/Year

February 2003

 5. If Amendment, Date of Original (Month/Day/Year)

February 2003

 6. Relationship of Reporting Person to Issuer
 (Check all applicable)

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

7. Individual or Joint/Group Filing (Check applicable line)

[] Form filed by one Reporting Person
 [X] 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. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- Amount or Price (A) (D)	5. Amo Sec Ben Own ing Tra (In and
Common Stock	02/21/03		J/1/	1,842,903 A -	1,

FORM 4 (continued)

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

2. Conver- sion
 5. Number of
 7. Title and Amount

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1. Title of Derivative Security (Instr. 3)	or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Exe- cution Date, if any Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	of Underlying Securities (Instr. 3 and 4) ----- Title	Amount or Number of Shares
Option	\$0.25	1/28/03		A	60,000	(2) 1/28/12	Common	21,666

Explanation of Responses:

- 1 On February 21, 2003, Atlantic Technology Ventures, Inc. completed a merger with a private company, Manhattan Pharmaceuticals, Inc. pursuant to which, Atlantic issued 12.70967 shares of its Common Stock for each one (1) share of Manhattan Common Stock outstanding.
- 2 21,667 have vested. 21,667 vest if at all, on 1/28/04 and 1/28/05, respectively and 2,500 will vest, if at all, on 1/28/06.

/s/ David M. Tanen

April 7, 2003

**Signature of Reporting Person
David M. Tanen

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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