

AMICUS THERAPEUTICS INC
Form 3
May 30, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *
 2. Date of Event Requiring Statement
 3. Issuer Name and Ticker or Trading Symbol
 4. Relationship of Reporting Person(s) to Issuer
 5. If Amendment, Date Original Filed(Month/Day/Year)

Â CHL Medical Partners II, L.P.
 C/O GREGORY M. WEINHOFF,Â 1055 WASHINGTON BLVD.
 (Last) (First) (Middle)
 (Street)

05/30/2007
 (Month/Day/Year)

AMICUS THERAPEUTICS INC [FOLD]

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

STAMFORD,Â CTÂ 06901
 (City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	124,916	D	Â
Common Stock	8,416	I	CHL Medical Partners II Side Fund, L.P. (1)

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Convertible Preferred Stock	04/15/2002	Â (2)	Common Stock	83,278 (2)	\$ 0 (2)	D	Â
Series A Convertible Preferred Stock	04/15/2002	Â (2)	Common Stock	5,611 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series A Convertible Preferred Stock	07/15/2002	Â (2)	Common Stock	333,111	\$ 0 (2)	D	Â
Series A Convertible Preferred Stock	07/15/2002	Â (2)	Common Stock	22,444	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series B Convertible Preferred Stock	05/04/2005	Â (2)	Common Stock	734,803 (2)	\$ 0 (2)	D	Â
Series B Convertible Preferred Stock	05/04/2005	Â (2)	Common Stock	49,509 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series B Convertible Preferred Stock	04/18/2006	Â (2)	Common Stock	11,182 (2)	\$ 0 (2)	D	Â
Series B Convertible Preferred Stock	04/18/2006	Â (2)	Common Stock	753 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series C Convertible Preferred Stock	08/16/2005	Â (2)	Common Stock	247,850 (2)	\$ 0 (2)	D	Â
Series C Convertible Preferred Stock	08/16/2005	Â (2)	Common Stock	16,699 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series C Convertible Preferred Stock	04/17/2006	Â (2)	Common Stock	247,850 (2)	\$ 0 (2)	D	Â
Series C Convertible Preferred Stock	04/17/2006	Â (2)	Common Stock	16,699 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
Series D Convertible Preferred Stock	09/13/2006	Â (2)	Common Stock	96,233 (2)	\$ 0 (2)	D	Â
Series D Convertible Preferred Stock	09/13/2006	Â (2)	Common Stock	6,484 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P. (1)
	03/09/2007	Â (2)		96,233 (2)	\$ 0 (2)	D	Â

Series D Convertible Preferred Stock			Common Stock				
Series D Convertible Preferred Stock	03/09/2007	Â (2)	Common Stock	6,484 (2)	\$ 0 (2)	I	CHL Medical Partners II Side Fund, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHL Medical Partners II, L.P. C/O GREGORY M. WEINHOFF 1055 WASHINGTON BLVD. STAMFORD, CT 06901	Â	Â X	Â	Â

Signatures

CHL MEDICAL PARTNERS II, L.P. By: Collinson, Howe & Lennox II, LLC, Its General Partner By: /s/ Gregory Weinhoff, Vice President

05/30/2007

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

These shares are owned by CHL Medical Partners II Side Fund, L.P., which is under common control with CHL Medical Partners II, L.P. Collinson, Howe & Lennox II, L.L.C. serves as the sole general partner of CHL Medical Partners II Side Fund, L.P. and CHL Medical

(1) Partners II, L.P. and is the indirect beneficial owner of these shares. CHL Medical Partners II, L.P. disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the shares for purposes of section 16 or for any other purpose.

Each share is convertible and will automatically convert on a 1-for-1 basis into the Issuer's common stock upon the closing of the Issuer's

(2) initial public offering of common stock pursuant to an effective registration statement filed with the U.S. Securities and Exchange Commission. These shares have no expiration date.

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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