FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL      |           |  |  |  |  |  |  |  |  |  |
|-------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:       | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average | burden    |  |  |  |  |  |  |  |  |  |

0.5

hours per response:

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

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

|   |  |            |   |                            |  | ( )  |        |  |                    |  |  |   |  |  |   |  |
|---|--|------------|---|----------------------------|--|--|--------|--|--------------------|--|--|---|--|--|---|--|
| 1. Name and Address of Reporting Person* $\underline{Katzer\ Charles\ F}$ |  |            |   | D                          | 2. Issuer Name and Ticker or Trading Symbol DISCOVERY LABORATORIES INC /DE/ DSCO |  |        |  |                    |  | (Che   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  V Officer (give title Other (specify |  |  |   |  |
| (Last)<br>2600 KE   | (Last) (First) (Middle) 2600 KELLY ROAD  |            |   |                            |  | 3. Date of Earliest Transaction (Month/Day/Year) 12/15/2006  |        |  |                    |  | -  | X Officer (give title Other (specify below)  SVP, Manufacturing Operations  |  |  |   |  |
| (Street) WARRIN   | NGTON P  |            | 18976<br>(Zip)  | 4.                         | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |  |        |  |                    | Line   | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |   |  |  |   |  |
|   |  | Tal        | ble I - Non-De  | rivativ                    | /e Se  | curitie  | s Ad   | cauired. Dis   | sposed o           | f. or Ben  | eficiall   | v Owned   |  |  |   |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)             |  |            | ansactio  | 2A. Deemed Execution Date  |  | 3. Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)  |        |  | d (A) or           | 5. Amount of   |  | Ownership<br>orm: Direct<br>o) or Indirect<br>(Instr. 4)  | 7. Nature of Indirect Beneficial Ownership   |  |   |  |
|   |  |            |   |                            |  |  | Code V | Amount   | (A) or<br>(D)      | Price  | Transacti<br>(Instr. 3 a   | ion(s)  |  | (Instr. 4)   |   |  |
|   |  |            | Table II - Deri<br>(e.g.                                    |                            |  |  |        | uired, Disp<br>s, options,                                     |                    |  |  | Owned   | ,  | •  |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                       | 2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year) |            | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code<br>8) |  | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) (Instr.<br>3, 4 and 5) |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amor<br>of Securities<br>Underlying<br>Derivative Secur<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(<br>(Instr. 4) | Ownersh<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. | Beneficial<br>Ownership<br>t (Instr. 4) |  |
|   |  |            |   | Code                       | v  | (A)  | (D)    | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares   |   |  |  |   |  |
| Incentive<br>Stock<br>Option<br>(right to<br>buy)                         | \$2.46   | 12/15/2006 |   | A                          |  | 5,000  |        | 12/15/2006 <sup>(1)</sup>                                      | 12/15/2016         | Common<br>Stock  | 5,000  | \$0   | 5,000  | D  |   |  |
| Non-<br>Qualified<br>Stock<br>Option<br>(right to                         | \$2.46   | 12/15/2006 |   | A                          |  | 15,000   |        | 12/15/2006 <sup>(1)</sup>                                      | 12/15/2016         | Common<br>Stock  | 15,000   | \$0   | 15,000   | D  |   |  |

## **Explanation of Responses:**

1. This employee stock option shall vest 25% on the date of the grant, and the balance shall vest in a series of three successive equal annual installments beginning with the first year anniversary of the grant.

Charles F Katzer

12/19/2006

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.