

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)

DISCOVERY LABORATORIES, INC.

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

254668 10 6

(CUSIP Number)

DECEMBER 3, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No. 254668 10 6

13G

Page 2 of 7 Pages

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

LABORATORIOS DEL DR. ESTEVE, S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

SPAIN

NUMBER OF 5. SOLE VOTING POWER

SHARES 2,285,584

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 317,164

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 2,285,584

PERSON 8. SHARED DISPOSITIVE POWER

WITH

317,164

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,602,748(1)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.5%

12. TYPE OF REPORTING PERSON*

CO

(1) Includes 51,174 shares issuable under a currently exercisable warrant, 2,234,410 shares of common stock of Discovery Laboratories, Inc. beneficially owned by Laboratorios del Dr. Esteve, S.A. and 317,164 shares of common stock of Discovery Laboratories, Inc. beneficially owned by Laboratorios P.E.N., S.A., an affiliate of Laboratorios del Dr. Esteve, S.A.

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

LABORATORIOS P.E.N., S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

SPAIN

NUMBER OF	5. SOLE VOTING POWER
SHARES	0

BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	317,164

EACH	7. SOLE DISPOSITIVE POWER
REPORTING	0

PERSON	8. SHARED DISPOSITIVE POWER
WITH	317,164

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

317,164

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.7%

12. TYPE OF REPORTING PERSON*

CO

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

ANTONIO ESTEVE, PH.D.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

SPAIN

NUMBER OF	5. SOLE VOTING POWER
SHARES	44,590

BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	0

EACH	7. SOLE DISPOSITIVE POWER
REPORTING	44,590

PERSON	8. SHARED DISPOSITIVE POWER
WITH	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

44,590

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.09%

12. TYPE OF REPORTING PERSON*

IN

Item 1(a). Name of Issuer:

Discovery Laboratories, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

2600 Kelly Road, Suite 100, Warrington, Pennsylvania 18976

Item 2(a). Name of Person Filing:

(i) Laboratorios del Dr. Esteve, S.A.
Av. Mare de Deu de Montserrat, 221
08041 Barcelona (Spain)

(ii) Laboratorios P.E.N., S.A.
Av. Mare de Deu de Montserrat, 221
08041 Barcelona (Spain)

(iii) Antonio Esteve, Ph.D.
Av. Mare de Deu de Montserrat, 221
08041 Barcelona (Spain)

Item 2(c). Citizenship:

(i) Laboratorios del Dr. Esteve, S.A. is a Spanish corporation.

(ii) Laboratorios P.E.N., S.A. is a Spanish corporation.

(iii) Antonio Esteve, Ph.D. is a Spanish citizen.

Item 2(d). Title of Class of Securities:

Common Stock, \$.001 par value

Item 2(e). CUSIP Number:

254668 10 6

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

2,647,338 (See paragraph (c) below.)

(b) Percent of class:

5.6%

(c) Number of shares as to which such person has:

LABORATORIOS DEL DR. ESTEVE, S.A.*

(i) Sole power to vote or direct the vote: 2,285,584

(ii) Shared power to vote or direct the vote: 317,164

(iii) Sole power to dispose or to direct the disposition of:
2,285,584

(iv) Shared power to dispose or to direct the disposition of:
317,164

* Consists of 51,174 shares issuable under a currently exercisable warrant, 2,234,410 shares of common stock of Discovery Laboratories, Inc. beneficially owned by Laboratorios del Dr. Esteve, S.A. and 317,164 shares of common stock beneficially owned by Laboratories P.E.N., S.A., an affiliate of Laboratorios del Dr. Esteve, S.A.

LABORATORIOS P.E.N., S.A.

(i) Sole power to vote or direct the vote: 0

(ii) Shared power to vote or direct the vote: 317,164

(iii) Sole power to dispose or to direct the disposition of: 0

(iv) Shared power to dispose or to direct the disposition of:
317,164

ANTONIO ESTEVE, PH.D.

(i) Sole power to vote or direct the vote: 44,590**

(ii) Shared power to vote or direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of: 44,590**

(iv) Shared power to dispose or to direct the disposition of: 0

** Consists of 40,000 shares of common stock subject to stock options that are currently exercisable within 60 days and held directly by Antonio Esteve, Ph.D. Dr. Esteve is a director of Discovery Laboratories, Inc. and sits on the Executive Committee of Laboratorios del Dr. Esteve, S.A. Dr. Esteve disclaims beneficial ownership with respect to all shares beneficially held by Laboratorios del Dr. Esteve, S.A. and Laboratorios P.E.N., S.A.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following [].

Not applicable.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 22, 2005

LABORATORIOS DEL DR. ESTEVE, S.A.

/s/ Jose M. Rafols Ferrer

Name: Jose M. Rafols Ferrer
Title: Financial Director

LABORATORIOS P.E.N., S.A.

/s/ Jose M. Rafols Ferrer

Name: Jose M. Rafols Ferrer
Title: Financial Director

ANTONIO ESTEVE

/s/ Antonio Esteve

Name: Antonio Esteve

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, each of the undersigned parties hereby agrees to file jointly a statement on Schedule 13G (including any amendments thereto) with respect to the Common Stock, \$.001 par value per share, of Discovery Laboratories, Inc.

The undersigned acknowledge that each shall be responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein, but such party shall not be responsible for the completeness and accuracy of information concerning the other party unless such party knows or has reason to believe that such information is inaccurate.

It is understood and agreed that a copy of this joint filing agreement shall be attached as an exhibit to the statement on Schedule 13G, and any amendments thereto, as filed on behalf of the undersigned parties.

Dated: February 22, 2005

LABORATORIOS DEL DR. ESTEVE, S.A.

/s/ Jose M. Rafols Ferrer

Name: Jose M. Rafols Ferrer
Title: Financial Director

LABORATORIOS P.E.N., S.A.

/s/ Jose M. Rafols Ferrer

Name: Jose M. Rafols Ferrer
Title: Financial Director

ANTONIO ESTEVE

/s/ Antonio Esteve

Name: Antonio Esteve