SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Miller Thomas F	DISCOVERY LABORATORIES INC /DE/ [DSCO]	Director ___ 10% Owner ___ X Officer (give title below) ___ Other (specify below) ___
(Last) (First) (Middle) 2600 KELLY ROAD (Street) WARRINGTON PA 18976 (City) (State) (Zip)	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2008	SVP, Commercial..& Corp. Dev.
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ___ 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock[1]	12/31/2007		A	V	901	A	$2.15	14,828	D	
Common Stock[1]	03/31/2008		A	V	918	A	$2.11	15,746	D	
Common Stock[1]	06/30/2008		A	V	1,174	A	$1.65	16,920	D	
Common Stock[1]	09/30/2008		A	V	1,058	A	$1.83	17,978	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	$1.21	12/12/2008		A		16,666		[2]	12/12/2018	Common Stock	16,666	$0	16,666	D	
Incentive Stock Option (right to buy)	$1.93	12/12/2008		A		33,335		[2]	12/12/2018	Common Stock	33,335	$0	33,335	D	
Non-Qualified Stock Option (right to buy)	$1.21	12/12/2008		A		33,334		[2]	12/12/2018	Common Stock	33,334	$0	33,334	D	
Non-Qualified Stock Option (right to buy)	$1.93	12/12/2008		A		66,665		[2]	12/12/2018	Common Stock	66,665	$0	66,665	D	

Explanation of Responses:

1. Transaction reported on Table I represents Issuer's matching stock contribution pursuant to 401(k) plan.

2. This employee stock option shall vest in a series of three successive equal annual installments beginning with the first year anniversary of the grant.

Thomas F Miller   12/16/2008

** Signature of Reporting Person   Date