

AVI BIOPHARMA INC  
Form 4  
February 11, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN 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 \*  
IVERSEN PATRICK L

(Last) (First) (Middle)  
4575 SW RESEARCH WAY,  
SUITE 200  
(Street)

CORVALLIS, OR 97333

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AVI BIOPHARMA INC [AVII]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/09/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr VP of Research & Development

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					86,303	D	
Common Stock					3,000	I	by Spouse
Common Stock					6,000	I	by Trust

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

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SEC 1474 (9-02)

number.

**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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 1.45	02/09/2010		A	103,850	02/09/2011 <sup>(1)</sup>	02/09/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 1.45	02/09/2010		A	16,150	02/09/2011 <sup>(1)</sup>	02/09/2020	Common Stock
Incentive Stock Option (right to buy)	\$ 0.92					02/10/2010 <sup>(1)</sup>	02/10/2019	Common Stock
Incentive Stock Option (right to buy)	\$ 1.39					02/28/2009 <sup>(1)</sup>	02/28/2018	Common Stock
Incentive Stock Option (right to buy)	\$ 2.53					02/22/2006 <sup>(1)</sup>	02/22/2015	Common Stock
Incentive Stock Option (right to buy)	\$ 3					02/06/2009 <sup>(1)</sup>	02/06/2017	Common Stock
Incentive Stock Option (right to buy)	\$ 5.35					12/05/2004 <sup>(1)</sup>	12/05/2012	Common Stock
Incentive Stock Option (right to buy)	\$ 5.75					01/03/2001 <sup>(1)</sup>	01/03/2010	Common Stock
Incentive Stock Option (right to buy)	\$ 7.35					02/16/2007 <sup>(1)</sup>	02/16/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 0.92					02/10/2010 <sup>(1)</sup>	02/10/2019	Common Stock
Non-Qualified Stock Option	\$ 1.39					02/28/2009 <sup>(1)</sup>	02/28/2018	Common Stock

(right to buy)					
Non-Qualified Stock Option (right to buy)	\$ 3		02/06/2008 <sup>(1)</sup>	02/06/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.35		12/05/2003 <sup>(1)</sup>	12/05/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.75		01/03/2001 <sup>(1)</sup>	01/03/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 7.35		02/16/2007 <sup>(1)</sup>	02/16/2016	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IVERSEN PATRICK L 4575 SW RESEARCH WAY, SUITE 200 CORVALLIS, OR 97333			Sr VP of Research & Development	

## Signatures

Patrick L.  
Iversen

02/11/2010

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The Stock Option Grant vest as follows: 1/3 vest one year from date of grant and 1/3 each year thereafter until all shares vest three years from grant date.
- (2) Price not required on initial report of stock option granted.

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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