

CAVAZZA PAOLO
Form 4
September 28, 2009

FORM 4

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

OMB APPROVAL

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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 *
CAVAZZA PAOLO

(Last) (First) (Middle)

VIA TESSERETE 10

(Street)

LUGANO, V8 00000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DOR BIOPHARMA INC [DORB]

3. Date of Earliest Transaction
(Month/Day/Year)
09/24/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
Common Stock	09/24/2009		P	V Amount 3,952,569 A Price \$ 0.253	45,619,236	I (1)	Indirect (1)
Common Stock					1,190,770	D	
Common Stock					356,100	I (2)	Indirect (2)

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Warrant (warrant to buy)	\$ 0.278	09/24/2009		J ⁽³⁾	1	09/27/2009	09/27/2014 ⁽⁴⁾			Common Stock	1,976,284

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAVAZZA PAOLO VIA TESSERETE 10 LUGANO, V8 00000		X		

Signatures

/s/ Maurizio Terenzi, Proxy-holder
authorized 09/28/2009

**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) Shares directly owned by Sigma-Tau Pharmaceuticals, Inc. (?Pharmaceuticals?). Pharmaceuticals is a direct wholly-owned subsidiary of Sigma-Tau America S.A. (?America?). America is a direct wholly-owned subsidiary of Sigma-Tau International S.A. (?International?). International is a direct wholly-owned subsidiary of Sigma-Tau Finanziaria S.p.A. ("Sigma Tau"). Paolo Cavazza directly and indirectly owns 38% of Sigma Tau.
 - (2) Shares directly owned by Chaumiere Consultadoria Servicos SDC Unipessoal L.d.a., which is an indirect wholly owned subsidiary of Aptafin S.p.A. ("Aptafin"). Aptafin is owned by Paolo Cavazza and members of his family.
 - (3) This warrant was issued by the Issuer to Pharmaceuticals in consideration of Pharmaceuticals' purchase of 3,952,569 shares of common stock on September 24, 2009.
 - (4) The expiration date of the warrant may be accelerated at the Issuer's option if the Issuer's common stock meets certain price thresholds and the common shares underlying the warrant are registered for resale pursuant to an effective registration statement or are freely transferable without volume restrictions pursuant to Rule 144 under the Securities Act of 1933, as amended.

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