

Sweeney Edward J
 Form 3
 February 26, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | |
|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Sweeney Edward J</p> <p>(Last) (First) (Middle)</p> <p>C/O ENDO PHARMACEUTICALS HOLDINGS INC.,Â 100 ENDO BOULEVARD</p> <p>(Street)</p> <p>CHADDS FORD,Â PAÂ 19317</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/29/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ENDO PHARMACEUTICALS HOLDINGS INC [ENDP]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Principal Accounting Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|
| 2007 Stock Incentive Plan Restricted Stock Units (RSUs) ⁽¹⁾ | 2,084 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------|--------------|--|
|---|---|--|---------------|--------------|--|

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| | (Month/Day/Year) | | Derivative Security (Instr. 4) | | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|---------------------|--------------------|-----------------------------------|----------------------------------|---|--|------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| 2000 Stock Incentive Plan Options | Â (2) | 08/11/2014 | Common Stock | 1,292 | \$ 16.47 | D | Â |
| 2004 Stock Incentive Plan Options | Â (3) | 02/14/2016 | Common Stock | 6,339 | \$ 28.61 | D | Â |
| 2000 Stock Incentive Plan Options | Â (4) | 02/21/2017 | Common Stock | 4,612 | \$ 30.55 | D | Â |
| 2007 Stock Incentive Plan Options | Â (5) | 02/21/2018 | Common Stock | 6,757 | \$ 25.19 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sweeney Edward J C/O ENDO PHARMACEUTICALS HOLDINGS INC. 100 ENDO BOULEVARD CHADDS FORD, PA 19317 | Â | Â | Â Principal Accounting Officer | Â |

Signatures

/s/ Edward J.
Sweeney

02/26/2009

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These restricted stock units (RSUs) vest over a three-year period, 25% on February 21, 2010, 25% February 21, 2011 and 25% on February 21, 2012.
 - (2) Exercisable 50% per year on each of August 11, 2007 and August 11, 2008.
 - (3) Exercisable 25% per year on each of February 14, 2007, February 21, 2008, February 21, 2009 and February 21, 2010.
 - (4) Exercisable 25% per year on each of February 21, 2008, February 21, 2009, February 21, 2010 and February 21, 2011.
 - (5) Exercisable 25% per year on each of February 21, 2009, February 21, 2010, February 21, 2011 and February 21, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.