

Finn Andrew L
Form SC 13G
September 03, 2004

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. ____)*

BIODELIVERY SCIENCES INTERNATIONAL, INC.

(Name of Issuer)

Series A Non-Voting Convertible Preferred

(Title of Class of Securities)

09060J 10 6

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(CUSIP Number)

August 24, 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)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of Reporting Person.

S. S. or I.R.S. Identification No. of Reporting Persons

Andrew L. Finn

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

NUMBER OF

SHARES

797,414

6. Shared Voting Power

BENEFICIALLY

OWNED BY

0

EACH

7. Sole Dispositive Power

REPORTING

PERSON

797,414

8. Shared Dispositive Power

WITH

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person

797,414 (Series A Non-Voting Preferred Stock convertible 1:1 for voting Common Stock)

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

..

Not Applicable

11. Percent of Class Represented by Amount in Row (9)

10.1%

12. Type of Reporting Person (See Instructions)

IN

Item 1(a). Name of Issuer

BioDelivery Sciences International, Inc.

Item 1(b). Address of the Issuer's Principal Executive Office

185 South Orange Avenue, Admin. Building 4, Newark, New Jersey 07103

Item 2(a). Names of Persons Filing

Andrew L. Finn

Item 2(b). Address of the Principal Business Office:

531 Meadowmont Circle, Chapel Hill, North Carolina 27517

Item 2(c). Citizenship

United States

Item 2(d). Title of Class of Securities

Series A Non-Voting Convertible Preferred Stock

Item 2(e). Cusip Number

09060J 10 6

Item 3. Filing Pursuant to Rules 13d-1(b) or 13d-2(b)

Not Applicable

Item 4. Ownership

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| | | |
|----|--|---------|
| a. | Amount Beneficially Owned: | 797,414 |
| b. | Percent of class: | 10.1% |
| c. | Number of shares as to which such person has: | |
| | i. Sole power to vote or to direct the vote: | 797,414 |
| | ii. Shared power to vote or to direct the vote: | 0 |
| | iii. Sole power to dispose or to direct the disposition of: | 797,414 |
| | iv. Shared power to dispose or to direct the disposition of: | 0 |

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

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

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. Certification

Not Applicable

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

Dated: September 1, 2004

/s/ Jason S. Wood
Jason S. Wood, as attorney-in-fact for

Andrew L. Finn