

OMB APPROVAL

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Transactions Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person\*

McDade	Herbert	H.
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(Last)	(First)	(Middle)
Quail Ridge Golf Club		
1421 Partridge Place North		
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(Street)		
Boynton Beach,	FL	33436
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Discovery Laboratories, Inc. (DSCO)

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

December 31, 1999

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> Director        | <input type="checkbox"/> 10% Owner             |
| <input type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |

7. Individual or Joint/Group Reporting  
 (check applicable line)

- Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned  
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1.	2.	3.	4.		5.	6.	7.
Title of Security	Transaction Date (Month/	Transaction Code	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount or Price	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3)	Ownership Form: Direct (D) or Indirect (I)	Nature of Indirect Beneficial Ownership

\* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

FORM 5 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Year (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Stock Option (right to buy)	\$0.81	6/28/1999	M(1)	A	6/28/1999 6/28/2009	Common Stock 10,000		33,169	D	N/A

Explanation of Responses:

1. Director automatic option grant - vests one year from grant date.

By: /s/Herbert H. McDade February 11, 2000  
 \*\*Signature of Reporting Person Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.  
 If space provided is insufficient, see Instruction 6 for procedure.