

FORM 4

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).

1. Name and Address of Reporting Person\*

Rosenwald, M.D. Lindsay A.  
-----  
(Last) (First) (Middle)

787 Seventh Avenue, 48th Floor  
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(Street)

New York NY 10019  
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(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Discovery Laboratories, Inc./DE (DSCO)

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

4. Statement for Month/Year

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

May 2000

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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

Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Common Stock	05/01/00	P	6,250	A	\$5.125	3,153,718(1)	I	By The Aries Master Fund II(2)
Common Stock	05/01/00	P	3,021	A	\$5.125	3,153,718(1)	I	By Aries Domestic Fund, L.P.(2)
Common Stock	05/01/00	P	729	A	\$5.125	3,153,718(1)	I	By Aries Domestic Fund II, L.P.(2)
Common Stock	05/31/00	P	3,192	A	\$3.900	3,153,718(1)	I	By Aries Domestic Fund, L.P.(2)

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

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 of Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Exercisable and Expiration Date (Month/Day/Year) (Instr. 3 and 4) Date Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Ownership: Direct or Indirect (Instr. 4)
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Explanation of Responses:

- (1) See Attachment A.
- (2) Securities beneficially acquired represent shares of Common Stock issued to the Master Fund and the Partnership, respectively. Paramount Capital Asset Management, Inc. ("Paramount Capital"), of which Dr. Rosenwald is the sole shareholder, is the General Partner of the Partnership and also serves as the investment manager to the Master Fund. Dr. Rosenwald may be deemed to have voting and investment control over the securities of the issuer owned by the Master Fund and the Partnership under Rule 16a-(a)(1) of the Securities Exchange Act of 1934. Paramount Capital and Dr. Rosenwald disclaim beneficial ownership of the securities held by the Master Fund and the Partnership, except to the extent of their pecuniary interest therein.

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

/s/ Lindsay A. Rosenwald  
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 \*\* Signature of Reporting Person  
 Lindsay A. Rosenwald, M.D.  
 Chairman  
 Paramount Capital Asset Management, Inc.  
 Investment Manager - Aries Master Fund II  
 General Partner - Aries Domestic Fund, L.P.  
 General Partner - Aries Domestic Fund II, L.P.

July 10, 2000  
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 Date

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

Attachment A

Securities beneficially owned by Dr. Rosenwald are presented on an as-converted basis and consist of the following:

1. 168,802 shares of Common Stock and Warrants to purchase (a) 30,664 shares of Common Stock and (b) 78,798 shares of Series B Preferred Stock, stated value \$10.00, which shares of Preferred Stock are convertible into 245,324 shares of Common Stock, owned directly by Dr. Rosenwald.
2. 1,001,732 shares of Common Stock owned by RAQ, LLC, of which Dr. Rosenwald is the sole proprietor.
3. (a) 277,951 shares of Common Stock; (b) 210,149 shares of Common Stock issuable upon conversion of 67,500 shares of Preferred Stock; (c) Warrants to purchase 6,750 shares of Preferred Stock, which shares of Preferred Stock are convertible into 21,015 shares of Common Stock; and (d) Warrants to purchase 2,626 shares of Common Stock, owned by Aries Domestic Fund, L.P.
4. (a) 646,999 shares of Common Stock; (b) 490,349 shares of Common Stock issuable upon conversion of 157,500 shares of Preferred Stock; (c) Warrants to purchase 15,750 shares of Preferred Stock, which shares of Preferred Stock are convertible into 49,035 shares of Common Stock; and (d) Warrants to purchase 6,129 shares of Common Stock, owned by The Aries Master Fund II.
5. 2,943 shares of Common Stock owned by the Aries Domestic Fund II, L.P.