

MORGENSTERN VICTOR A
Form SC 13G/A
February 06, 2003

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**UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

OMB APPROVAL
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**Under the Securities Exchange Act of 1934
(Amendment No. 2)***

BIOSANTE PHARMACEUTICALS, INC.

(Name of Issuer)

Common Stock, \$0.0001 Par Value

(Title of Class of Securities)

09065 V 20 3

(CUSIP Number)

December 31, 2002

(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)

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*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).

CUSIP No. 09065 V 20 3

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)

Victor Morgenstern

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 of America

5. Sole Voting Power

295,000 (see Item 4)

6. Shared Voting Power

358,000 (see Item 4)

7. Sole Dispositive Power

295,000 (see Item 4)

8. Shared Dispositive Power

358,000 (see Item 4)

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

9. Aggregate Amount Beneficially Owned by Each Reporting Person

653,000 (see Item 4)

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)

7.5%

12. Type of Reporting Person (See Instructions)

IN

Item 1.

(a) **Name of Issuer**

The name of the issuer is BioSante Pharmaceuticals, Inc.

(b) **Address of Issuer's Principal Executive Offices**

The address of the principal executive offices of BioSante is 111 Barclay Boulevard, Lincolnshire, Illinois 60069.

Item 2.

(a) **Name of Person Filing**

This Amendment No. 2 to Schedule 13G is being filed by and on behalf of Victor Morgenstern.

(b) **Address of Principal Business Office or, if none, Residence**

The address of Mr. Morgenstern's principal place of business is c/o Harris Associates, LP, 2 North LaSalle Street, Suite 500, Chicago, Illinois 60602.

(c) **Citizenship**

Mr. Morgenstern is a United States citizen.

(d) **Title of Class of Securities**

The class of equity securities to which this Statement relates is the common stock, \$0.0001 par value per share, of BioSante Pharmaceuticals, Inc.

(e) **CUSIP Number**

The CUSIP number of the common stock is 09065 V 20 3.

Item 3.

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Securities Exchange Act of 1934 (the "Act").
- (b) Bank, as defined in Section 3(a)(6) of the Act.
- (c) Insurance company, as defined in Section 3(a)(19) of the Act.
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940.
- (e) An investment advisor in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person, in accordance with Rule 13d-1(b)(ii)(G).
- (h) A savings association, as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) A church plan, that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.

(j)

oGroup, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) **Amount beneficially owned:**

Mr. Morgenstern's beneficial ownership includes: (1) 190,000 shares of common stock; (2) 95,000 shares of common stock issuable upon exercise of a warrant; (3) 10,000 shares of common stock issuable upon exercise of stock options; (4) 32,500 shares of common stock issuable upon exercise of a warrant and 130,000 shares of common stock held by Mr. Morgenstern's wife as trustee of the Morningstar Trust, as to which Mr. Morgenstern disclaims beneficial ownership; (5) 10,000 shares of common stock issuable upon exercise of a warrant and 70,000 shares of common stock held by Mr. Morgenstern's wife, as to which Mr. Morgenstern disclaims beneficial ownership; (6) 40,500 shares of common stock held by Mr. Morgenstern's son, as to which Mr. Morgenstern disclaims beneficial ownership; and (7) 25,000 shares of common stock issuable upon exercise of a warrant and 50,000 shares of common stock held by Resolute Partners. Mr. Morgenstern is a partner of Resolute Partners.

(b) **Percent of class:**

Percent of class: 7.5%. The foregoing percentage is calculated based on the 8,571,458 shares of common stock reported to be outstanding by BioSante on its most recently filed quarterly report on Form 10-QSB for the quarter ended September 30, 2002.

(c) **Number of shares as to which the person has:**

- (i) **Sole power to vote or to direct the vote** 295,000
- (ii) **Shared power to vote or to direct the vote** 358,000
- (iii) **Sole power to dispose or to direct the disposition of**
295,000
- (iv) **Shared power to dispose or to direct the disposition of**
358,000

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 or Control Person.

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.

Signature

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

February 4, 2003

Date

/s/ Victor Morgenstern

Signature

Victor Morgenstern

Name/Title

5

1, 2012 - May 31, 2012

Franklin Growth Opportunities Fund

January 1, 2012 - May 31, 2012

Franklin Natural Resources Fund

January 1, 2012 - May 31, 2012

Franklin Small Cap Growth Fund

January 1, 2012 - May 31, 2012

Signature

Franklin Small-Mid Cap Growth Fund

January 1, 2012 - May 31, 2012

Franklin Strategic Income Fund

January 1, 2012 - May 31, 2012

Franklin High Income Trust:

Franklin High Income Fund

January 1, 2012 - May 31, 2012

Franklin Money Fund

January 1, 2012 - May 31, 2012

Signature

Franklin Templeton Money Fund Trust:

Franklin Templeton Money Fund

January 1, 2012 - May 31, 2012

Institutional Fiduciary Trust:

Money Market Portfolio

January 1, 2012 - May 31, 2012

Franklin Global Trust:

Signature

Franklin International Growth Fund

January 1, 2012 - May 31, 2012

Franklin Large Cap Equity Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Emerging Market Debt Opportunities Fund

January 1, 2012 - May 31, 2012

Franklin Gold and Precious Metals Fund

January 1, 2012 - May 31, 2012

Franklin Universal Trust

Signature

January 1, 2012 - May 31, 2012

Templeton China World Fund

January 1, 2012 - May 31, 2012

Templeton Emerging Markets Fund

January 1, 2012 - May 31, 2012

Templeton Emerging Markets Income Fund

January 1, 2012 - May 31, 2012

Templeton Global Income Fund

January 1, 2012 - May 31, 2012

Templeton Income Trust:

Templeton Global Bond Fund

January 1, 2012 - May 31, 2012

Templeton Global Total Return Fund

January 1, 2012 - May 31, 2012

Templeton International Bond Fund

January 1, 2012 - May 31, 2012

Franklin Custodian Funds:

Franklin DynaTech Fund

January 1, 2012 - May 31, 2012

Franklin Growth Fund

January 1, 2012 - May 31, 2012

Franklin Income Fund

January 1, 2012 - May 31, 2012

Franklin U.S. Government Securities Fund

January 1, 2012 - May 31, 2012

Franklin Utilities Fund

January 1, 2012 - May 31, 2012

Franklin Strategic Mortgage Portfolio

January 1, 2012 - May 31, 2012

Franklin Investors Securities Trust:

Franklin Adjustable U.S. Government Securities Fund

January 1, 2012 - May 31, 2012

Franklin Balanced Fund

January 1, 2012 - May 31, 2012

Franklin Convertible Securities Fund

January 1, 2012 - May 31, 2012

Franklin Equity Income Fund

Signature

January 1, 2012 - May 31, 2012

Franklin Floating Rate Daily Access Fund

January 1, 2012 - May 31, 2012

Franklin Limited Maturity U.S. Government Securities Fund

January 1, 2012 - May 31, 2012

Franklin Low Duration Total Return Fund

January 1, 2012 - May 31, 2012

Franklin Total Return Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Global Trust:

Franklin Templeton Hard Currency

January 1, 2012 - May 31, 2012

Franklin Templeton International Trust:

Franklin India Growth Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Global Allocation Fund

January 1, 2012 - May 31, 2012

Franklin World Perspectives Fund

January 1, 2012 - May 31, 2012

Franklin Value Investors Trust:

Franklin All Cap Value Fund

January 1, 2012 - May 31, 2012

Franklin Balance Sheet Investment Fund

January 1, 2012 - May 31, 2012

Franklin Large Cap Value Fund

January 1, 2012 - May 31, 2012

Franklin MicroCap Value Fund

January 1, 2012 - May 31, 2012

Franklin MidCap Value Fund

January 1, 2012 - May 31, 2012

Franklin Small Cap Value Fund

Signature

January 1, 2012 - May 31, 2012

Templeton Developing Markets Trust

January 1, 2012 - May 31, 2012

Franklin Templeton Fund Allocator Series:

Franklin Templeton 2015 Retirement Target Fund

January 1, 2012 - May 31, 2012

Franklin Templeton 2025 Retirement Target Fund

January 1, 2012 - May 31, 2012

Franklin Templeton 2035 Retirement Target Fund

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January 1, 2012 - May 31, 2012

Franklin Templeton 2045 Retirement Target Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Conservative Allocation Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Corefolio Allocation Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Founding Funds Allocation Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Growth Allocation Fund

January 1, 2012 - May 31, 2012

Franklin Templeton Moderate Allocation Fund

January 1, 2012 - May 31, 2012

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Franklin Templeton Multi-Asset Real Return Fund

December 19, 2011 - May 31, 2012

Franklin Templeton Variable Insurance Products Trust:

Franklin Flex Cap Growth Securities Fund

January 1, 2012 - May 31, 2012

Franklin Large Cap Value Securities Fund

January 1, 2012 - May 31, 2012

Franklin Rising Dividends Securities Fund

January 1, 2012 - May 31, 2012

Franklin Small Cap Value Securities Fund

January 1, 2012 - May 31, 2012

Signature

Franklin Small-Mid Cap Growth Securities Fund

January 1, 2012 - May 31, 2012

Franklin Strategic Income Securities Fund

January 1, 2012 - May 31, 2012

Franklin Templeton VIP Founding Funds Allocation Fund

January 1, 2012 - May 31, 2012

Templeton Developing Markets Securities Fund

January 1, 2012 - May 31, 2012

Templeton Foreign Securities Fund

January 1, 2012 - May 31, 2012

Templeton Dragon Fund, Inc.

Signature

January 1, 2012 - May 31, 2012

Templeton Institutional Funds:

Foreign Equity Series

January 1, 2012 - May 31, 2012

Emerging Markets Series

January 1, 2012 - May 31, 2012
