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(h) of the Investment Company Act of 1940

 $|\,{\rm X}\,|\,$ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Pr	int or Type Responses)							
1.	Name and Address of	Reporting Per	son*			-			
	Lindsay A. Rosenwal								
	(Last)			(Middl					
	787 Seventh Avenue,								
			treet)						
	New York			10019					
	(City)			(Zip)					
2.	Issuer Name and Tic	ker or Trading	Symbol			-			
	Manhattan Pharmaceu (f/k/a Atlantic Tec		es) ATLC.OB						
3.	I.R.S. Identificati	on Number of R	eporting Per	son, if an ent	ity (voluntary)				
4.	Statement for Month	/Day/Year				-			
	February 2002								
5.	If Amendment, Date	of Original (M	onth/Day/Yea	r)					
6.	Relationship of Rep		s) to Issuer			-			
	(Check all applicab	ile)							
	_ Director _ Officer (give	title below)		10% Owner Other (speci	fy below)				
7.	Individual or Joint	/Group Filing	(Check Appli	cable line)		-			
	X Form Filed by			rson		_			
===		n-Derivative S	ecurities Ac	quired, Dispos					
===		or Benefi	4			=			
		2.	2A. Deemed		4. Securities Acqu Disposed of (D) (Instr. 3, 4 ar	nd 5)	5. Amount of Securities Beneficially Owned Following	Form: Direct	7. Nature of
1.	1 6 6	Trans- action		Code (Instr. 8)		(A)	 - Reported Transaction(s)		Beneficial
	le of Security str. 3)	Date (mm/dd/yy)	any (mm/dd/yy)				(Instr. 3 & Instr.4)		Ownership (Instr.4)
Common Stock		02/21/03		J(1)	7,136,453		10,629,501	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. If the form is filed by more than one reporting person, see Instruction 4(b)(v). Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number FORM 4 (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)	of Deriv- ative Secur-	3. Trans- action Date		action Code (Instr. 8)	or Dis of(D) (Instr 4 and	ative ities ced (A) sposed c. 3,	Date Exer-	ion Date Day/Year) Expira- tion	Title	lying es 3 and 4) Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	Follow- ing Reported Trans- action(s)	ity: Direct (D) or In- direct (I) (Instr. 4)	Bene- ficial Owner- ship (Instr. 4)
		,												

Explanation of Responses:

- On February 21, 2003, Atlantic Technology Ventures, Inc. completed a merger with a private company, Manhattan Pharmaceuticals, Inc. pursuant to which, Atlantic issued 12.70967 shares of Common Stock for each one (1) share of Manhattan Common Stock. In connection with the Merger, Dr. Rosenwald, who is a stockholder of both Manhattan and Atlantic, received 7,136,953 shares of Common Stock.
- (2) In connection with the Merger, holders of certain Common Stock Warrants of ${\tt Atlantic} \ \ {\tt exchanged} \ \ {\tt such} \ \ {\tt warrants} \ \ {\tt for} \ \ {\tt shares} \ \ {\tt of} \ \ {\tt Common} \ \ {\tt Stock} \ \ {\tt on} \ \ {\tt the} \ \ {\tt basis}$ of one share of Common Stock for every three shares of Common Stock underlying the Warrants. As a result, Dr. Rosenwald was issued 694,444 shares of Common Stock.
- 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, M.D. February 26, 2002 **Signature of Reporting Person Lindsay A. Rosenwald, M.D.

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