OMB APPROVAL
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EXPIRES: JANUARY 31, 2005
ESTIMATED AVERAGE BURDEN
HOURS PER RESPONSE 0.5

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

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

[X]	X] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).							
1.	1. Name and Address of Reporting Person							
ı	Rosenwald, MD	Lindsay		Α.				
	(Last)	(First)		(Middle)				
	787	Seventh Avenue, 4	18/th/	Floor				
		(Street)						
	New York	NY		10019				
	(City)	(State)		(Zip)				
3.	nattan Pharmaceuticals, I IRS Identification Number Statement for Month/Day	of Reporting Per	rson, i	f an Entity (Volun				
Febi	ruary 2003							
5. Febi	If Amendment, Date of O ruary 2003 Relationship of Reporti (Check all applicable))				
	[] Director [] Officer (give titl	e below)	[X] []	10% Owner Other (specify be	low)			
7.	Individual or Joint/Gro	up Filing (Check	applic	able line)				
	<pre>[X] Form filed by one [] Form filed by more</pre>		ing Per	son				

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

	2.	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct	7. Nature of
1. Title of Security (Instr. 3)	Trans- action Date (mm/dd/yy)				(A) or (D)	Price	Ing Reported Transaction(s) (Instr. 3 and 4)	Ìndirect (I)	Ownership
Common Stock	02/21/03		J/1/	8,669,766	Α	-	11,097,987	D 	

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Der Sec	tle of rivative curity nstr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	action Date (Month/ Day/	if any	Code (Instr. 8)	4 and 5	ive ies d (A) osed		on Date ay/Year) Expira- tion	7. Title and of Underl Securitie (Instr. 3	ying s and 4)	Secur- ity (Instr.	Owned Following	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr.(4)	In- direct Bene- ficial Owner- ship
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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 its Common Stock for each one (1) share of Manhattan Common Stock outstanding. As a result of the Merger, Dr. Rosenwald, who is a stockholder of both Manhattan and Atlantic, received 7,975,322 shares of Common Stock.
- In connection with the Merger, holders of certain Common Stock Warrants of Atlantic exchanged such warrants for shares of Common Stock on the 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.

/S/	April 7, 2003
**Signature of Reporting Person	Date
Lindsay A Rosenwald MD	

** 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.