FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

0.5

hours per response:

| | Check this box if no longer subject to |
|--------|--|
| \neg | Section 16. Form 4 or Form 5 |
| J | obligations may continue. See |
| | Instruction 1(b). |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | | | () | | | | | | | | | | | | |
|--|---|--|--|--------|------------------------------|--|--|--------|---|--------|--|--|-----------------------------|---|---|--|---|---|---|--|
| Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol ADVENTRX PHARMACEUTICALS INC | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| <u>LEVINE EVAN</u> | | | | | | ANX] | | | | | | | | X | X Director | | | 10% O | vner | |
| (Last) (First) (Middle) | | | | | | | | | | | | | | X | Officer (give title below) | | | Other (below) | specify | |
| 6725 MESA RIDGE RD. SUITE 100 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/24/2006 | | | | | | | | President & CEO | | | | | | |
| (Street) | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| SAN DIEGO CA 92121 | | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | |
| (City) | (S | itate) | (Zip) | | | | | | | | | | | | Person | | ore tnan | Опе керо | rung | |
| | | Ta | ble I - No | n-Deri | ivativ | ve Se | curi | ties A | cquire | d, Dis | sposed | of, or Be | nefic | cially | Owned | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | | Execution Date | | | Code (Instr. | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4, 5) | | | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | . Nature of ndirect eneficial ewnership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Pric | ce | Reported Transactio (Instr. 3 and | | | 1 | nstr. 4) | |
| Common Stock 04/24/2 | | | | | | 2006 | | X | | 25,60 | 1 A | \$ | 0.5 | 4,220,000 | | | | ee cootnote ⁽¹⁾ | | |
| | | | Table II - | | | | | | • ′ | | | , or Ben | | • | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if any (Month/Day | Date, | 4. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisa Expiration Date (Month/Day/Yea | | е | 7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Numb derivativ Securitic Benefici Owned Followin Reporte Transac (Instr. 4) | re es ally ng d tion(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amou or Numl of Sh | ber | | | | | | |
| Warrant To Purchase Common Stock | \$0.5 | 04/24/2006 | | | X | | | 25,601 | 11/01/2 | 001 | 11/01/2006 | Common Stock | 25,6 | 601 | \$0.5 | 0 | | I | See Footnote ⁽¹⁾ | |
| Warrant To Purchase | \$0.5 | | | | | | | | 12/19/2 | 001 | 12/19/2006 | Common Stock | 100, | 000 | | 100,0 | 000 | I | See Footnote ⁽¹⁾ | |

Explanation of Responses:

Stock

 $1. \ These \ securities \ are \ held \ by \ Mark \ Capital \ LLC, \ a \ limited \ liability \ company \ of \ which \ Mr. \ Levine \ is \ the \ sole \ member.$

<u>/s/ Evan Levine</u> <u>04/24/2006</u>

** Signature of Reporting Person Date

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).
- ** 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 is insufficient, see Instruction 6 for procedure.

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 Number.