

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person* <u>Cantwell Mark Joseph</u>  (Last) (First) (Middle) 6725 MESA RIDGE RD. SUITE 100  (Street) SAN DIEGO CA 92121  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/28/2006	3. Issuer Name and Ticker or Trading Symbol <u>ADVENTRX PHARMACEUTICALS INC [ ANX ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Research &amp; Development</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	11/03/2004 <sup>(1)</sup>	12/30/2008	Common Stock	50,000	1.4	D	
Option to Purchase Common Stock	01/01/2006 <sup>(2)</sup>	07/13/2015	Common Stock	50,000	2.3	D	
Option to Purchase Common Stock	01/01/2007 <sup>(3)</sup>	01/01/2016	Common Stock	50,000	4.75	D	

**Explanation of Responses:**

- This option is fully vested as the date of this report.
- This option vested and became exercisable with respect to one-fourth of the shares on January 1, 2006, and will vest and become exercisable with respect to one-forty eight of the shares at the end of each successive month after January 1, 2006.
- This option will vest and become exercisable with respect to one-fourth of the shares on January 1, 2007 and as to one-forty-eighth of the shares at the end of each successive month after January 1, 2007.

/s/ Mark J. Cantwell 03/09/2006

\*\* 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 5 (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.

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