

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)

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

Nabi Biopharmaceuticals

(Name of Issuer)

Common Stock, par value \$0.10 per share

(Title of Class of Securities)

629519109

(CUSIP Number)

Marc Weingarten, Esq.
Schulte Roth & Zabel LLP
919 Third Avenue
New York, New York 10022
(212) 756-2000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

May 2, 2006

(Date of Event which Requires
Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. [X]

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 11 Pages)

* 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 disclosures provided in a prior cover page.

The information required on 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. 629519109 SCHEDULE 13D PAGE 2 OF 11 PAGES

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [X]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

-0-

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

5,615,658

9 SOLE DISPOSITIVE POWER

-0-

10 SHARED DISPOSITIVE POWER

5,615,658

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON

5,615,658

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES* []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.4%

14 TYPE OF REPORTING PERSON*

IA

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

JAMES MORGAN RUTMAN

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United States of America

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I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

NATHANIEL BOHRER

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IN

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

MARJORIE GOCHBERG KELLNER

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
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9.4%

14 TYPE OF REPORTING PERSON*

IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. SECURITY AND ISSUER

This statement relates to the shares of common stock, par value \$0.10 (the "Shares"), of Nabi Biopharmaceuticals (the "Issuer"). The principal executive office of the Issuer is located at 5800 Park of Commerce Boulevard N.W., Boca Raton, Florida 33487.

ITEM 2. IDENTITY AND BACKGROUND

(a) This statement is filed by Harvest Management, L.L.C. ("Harvest Management"), James Morgan Rutman, Nathaniel Bohrer and Marjorie Gochberg Kellner (collectively, the "Reporting Persons"). Harvest Management is filing this Schedule 13D with respect to the Shares beneficially owned by the following accounts under its management, which Harvest Management may be deemed to beneficially own: Harvest Capital, L.P., Harvest Offshore Investors Ltd., CL Harvest, LLC, Harvest AA Capital, L.P., New Americans, L.L.C. and TE Harvest Portfolio, Ltd (collectively, the "Holders"). James Morgan Rutman, Nathaniel Bohrer and Marjorie Gochberg Kellner are each principals of Harvest Management and thus may be deemed to beneficially own the Shares beneficially owned by Harvest Management. The Reporting Persons disclaim that they and/or the Holders are members of a group as defined in Regulation 13D-G.

(b) The principal business address of the Reporting Persons is c/o Harvest Management, L.L.C., 600 Madison Avenue, 11th Floor, New York, New York 10022.

(c) The principal business of Harvest Management is providing investment management services to accounts under their management. James Morgan Rutman, Nathaniel Bohrer and Marjorie Gochberg Kellner are each principals of Harvest Management.

(d) None of the Reporting Persons has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) None of the Reporting Persons has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Each of James Morgan Rutman, Nathaniel Bohrer and Marjorie Gochberg Kellner is a citizen of the United States of America.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Funds for the purchase of the Shares reported herein were derived from the available capital of the Holders. A total of approximately \$24,482,815 was paid to acquire such Shares.

ITEM 4. PURPOSE OF TRANSACTION.

The Reporting Persons previously filed a Schedule 13G with respect to the Shares on February 10, 2006.

The Reporting Persons originally acquired the Shares for investment in the ordinary course of business because they believed that the Shares, when purchased, were undervalued and represented an attractive investment opportunity.

On May 1, 2006, the Issuer sent a letter to another large shareholder stating that the Issuer's current management remains committed to attempting to execute its strategic plan for the next two years as opposed to considering other avenues to maximize shareholder value in the near term. The Reporting Persons believe that the current investment environment is extremely attractive for vaccine products and thus should greatly favor the Issuer. However, the Reporting Persons are concerned that the Issuer's current management and board of directors is not the best qualified to maximize the value of the scientific work of the Issuer's excellent research personnel. Specifically, the Issuer's current management has twice failed to successfully complete a pivotal confirmatory trial for StaphVax, and also has been unable to even secure European approvals for currently marketed products PhosLo and Nabi-HB, both of which were expected long ago. The Issuer's stock is now trading at approximately half of the level it traded ten years ago. Accordingly, the Reporting Persons believe that the significant intrinsic value of the Issuer's assets can be much better realized as part of a larger, more experienced organization.

The Issuer's 2006 annual meeting of stockholders (the "Annual Meeting") is scheduled to be held on May 12, 2006. The Reporting Persons will not attend or vote the Shares at the Annual Meeting and intend to encourage certain other of the Issuer's shareholders to take similar actions in an effort to deny the presence of a quorum and force the Issuer to reschedule the Annual Meeting. The Reporting Persons believe, based on the Issuer's By-Laws, that should such rescheduling require the issuance of a new notice of meeting by the Issuer, then the Reporting Persons would be entitled to give notice to the Issuer of their intention to propose certain actions to be included on the agenda at the rescheduled Annual Meeting. If entitled to do so, the Reporting Persons currently intend to give such notice, which may include the nomination of persons to be elected to the Issuer's board of directors and/or propose other actions designed to seek to maximize shareholder value of the Issuer.

Except as set forth herein or as would occur upon completion of any of the actions discussed herein the Reporting Persons have no present plan or proposal that would relate to or result in any of the matters set forth in subparagraphs (a)-(j) of Item 4 of Schedule 13D. The Reporting Persons intend to review their investment in the Issuer on a continuing basis and may engage in discussions with management, the Board, other shareholders of the Issuer and other relevant parties concerning the business, operations, board composition, management, strategy and future plans of the Issuer. Depending on various factors including, without limitation, the Issuer's financial position and strategic direction, the outcome of the discussions and actions referenced above, actions taken by the Board, price levels of the Shares, other investment opportunities available to the Reporting Persons, conditions in the securities market and general economic and industry conditions, the Reporting Persons may in the future take such actions with respect to their investment in the Issuer as they deem appropriate including, without limitation, purchasing additional Shares or selling some or all of their Shares, engaging in short selling of or any hedging or similar transactions with respect to the Shares and/or otherwise changing their intention with respect to any and all matters referred to in Item 4 of Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) As of the close of business on May 1, 2006, Harvest Management may be deemed to beneficially own the 5,615,658 Shares beneficially owned by the following accounts under its management, constituting approximately 9.4% of the Shares outstanding: 1,039,409 Shares beneficially owned by Harvest Capital, L.P.; 2,073,583 Shares beneficially owned by Harvest Offshore Investors Ltd.; 140,747 Shares beneficially owned by CL Harvest, LLC; 177,158 Shares beneficially owned by Harvest AA Capital, L.P.; 320,376 Shares beneficially owned by New Americans, L.L.C.; and 1,864,385 Shares beneficially owned by TE Harvest Portfolio, Ltd. James Morgan Rutman, Nathaniel Bohrer and Marjorie Gochberg Kellner are each principals of Harvest Management and thus may be deemed to beneficially own the 5,615,658 beneficially owned by Harvest Management, constituting approximately 9.4% of the Shares outstanding.

The aggregate percentage of Shares beneficially owned by the Reporting Persons is based upon 59,517,041 Shares outstanding, which is the total number of Shares outstanding as of March 24, 2006 as reported in the Issuer's Proxy Statement pursuant to Section 14(a) of the Securities Exchange Act of 1934 filed on April 7, 2006.

(b) Each of the Reporting Persons have shared voting and dispositive powers over the 5,615,658 Shares.

(c) Information concerning transactions in the Shares effected by the Reporting Person during the past sixty days is set forth in Schedule A hereto and is incorporated herein by reference. All of the transactions in Shares listed on Schedule A hereto were effected on the open market.

(d) No person other than the Reporting Persons and the Holders is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares.

(e) Not applicable.

Item 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Except as otherwise set forth herein, the Reporting Persons do not have any contract, arrangement, understanding or relationship with any person with respect to the securities of the Issuer.

Item 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit A - Joint Acquisition Statement, dated May 2, 2006

SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: May 2, 2006

HARVEST MANAGEMENT, L.L.C.

By: /s/ Marjorie Gochberg Kellner

Name: Marjorie Gochberg Kellner
Title: Managing Member

/s/ James Morgan Rutman

JAMES MORGAN RUTMAN

/s/ Nathaniel Bohrer

NATHANIEL BOHRER

/s/ Marjorie Gochberg Kellner

MARJORIE GOCHBERG KELLNER

CUSIP NO. 629519109

SCHEDULE 13D

PAGE 10 OF 11 PAGES

EXHIBIT INDEX

1. Exhibit A - Joint Acquisition Statement, dated May 2, 2006

SCHEDULE A
TRANSACTIONS IN THE SHARES BY THE REPORTING
PERSON DURING THE PAST 60 DAYS

HARVEST CAPITAL, L.P.

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	9,072	\$4.18
3/7/2006	17,964	\$4.10
3/8/2006	5,000	\$4.07
3/13/2006	10,332	\$4.27
3/16/2006	4,493	\$4.69
3/17/2006	6,290	\$4.97
3/17/2006	13,479	\$4.98
3/20/2006	4,495	\$4.93
3/21/2006	8,991	\$5.37
3/22/2006	17,981	\$5.63
3/23/2006	899	\$5.45
3/23/2006	13,213	\$5.39
3/24/2006	17,979	\$5.61
3/27/2006	17,978	\$5.68
3/28/2006	32,362	\$5.43
3/28/2006	3,596	\$5.38
3/29/2006	17,978	\$5.55
3/30/2006	22,977	\$5.58
3/31/2006	8,990	\$5.66
4/3/2006	44,057	\$5.52
4/6/2006	19,536	\$5.63
4/7/2006	6,494	\$5.75
4/10/2006	18,714	\$5.73
4/11/2006	27,638	\$5.53
4/17/2006	2,138	\$5.60
4/18/2006	14,529	\$6.15
4/18/2006	20,857	\$6.05
4/18/2006	(16,551) Shares underlying the sale of 237 convertible notes	\$869.00*
4/18/2006	(36,803) Shares underlying the sale of 527 convertible notes	\$869.00*
4/18/2006	(28,353) Shares underlying the sale of 406 convertible notes	\$869.00*
4/19/2006	4,151	\$6.65
4/26/2006	4,772	\$6.23
4/27/2006	6,992	\$6.01

*Represents the sale price per convertible note.

HARVEST OFFSHORE INVESTORS LTD.

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	19,154	\$4.18
3/7/2006	37,928	\$4.10
3/8/2006	11,000	\$4.07
3/13/2006	21,811	\$4.27
3/16/2006	9,481	\$4.69
3/17/2006	13,272	\$4.97
3/17/2006	28,440	\$4.98
3/20/2006	9,483	\$4.93
3/21/2006	18,970	\$5.37
3/22/2006	37,941	\$5.63
3/23/2006	1,897	\$5.45
3/23/2006	27,891	\$5.39
3/24/2006	37,944	\$5.61
3/27/2006	37,949	\$5.68
3/28/2006	68,310	\$5.43
3/28/2006	7,590	\$5.38
3/29/2006	37,947	\$5.55
3/30/2006	48,485	\$5.58
3/31/2006	18,972	\$5.66
4/6/2006	38,954	\$5.63
4/7/2006	12,949	\$5.75
4/10/2006	23,243	\$5.73

4/11/2006	55,115	\$5.53
4/17/2006	4,262	\$5.60
4/18/2006	28,791	\$6.15
4/18/2006	41,335	\$6.05
4/18/2006	(14,805) Shares underlying the sale of 232 convertible notes	\$869.00*
4/18/2006	(85,687) Shares underlying the sale of 1,227 convertible notes	\$869.00*
4/18/2006	(65,854) Shares underlying the sale of 943 convertible notes	\$869.00*
4/19/2006	8,228	\$6.65
4/26/2006	9,467	\$6.23
4/27/2006	13,925	\$6.01

*Represents the sale price per convertible note.

CL HARVEST, LLC

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	1,287	\$4.18
3/7/2006	2,548	\$4.10
3/8/2006	1,000	\$4.07
3/13/2006	1,465	\$4.27
3/16/2006	637	\$4.69
3/17/2006	891	\$4.97
3/17/2006	1,911	\$4.98
3/20/2006	637	\$4.93
3/21/2006	1,274	\$5.37
3/22/2006	2,549	\$5.63
3/23/2006	128	\$5.45
3/23/2006	1,872	\$5.39
3/24/2006	2,547	\$5.61
3/27/2006	2,547	\$5.68
3/28/2006	4,586	\$5.43
3/28/2006	509	\$5.38
3/29/2006	2,547	\$5.55
3/30/2006	3,256	\$5.58
3/31/2006	1,274	\$5.66
4/3/2006	109	\$5.52
4/6/2006	2,644	\$5.63
4/7/2006	879	\$5.75
4/10/2006	2,584	\$5.73
4/11/2006	3,740	\$5.53
4/17/2006	289	\$5.60
4/18/2006	1,959	\$6.15
4/18/2006	2,340	\$6.10
4/18/2006	(2,025) Shares underlying the sale of 29 convertible notes	\$869.00*
4/18/2006	(4,749) Shares underlying the sale of 68 convertible notes	\$869.00*
4/18/2006	(3,701) Shares underlying the sale of 53 convertible notes	\$869.00*
4/19/2006	1,336	\$6.24
4/26/2006	1,373	\$6.17
4/27/2006	1,854	\$6.09

*Represents the sale price per convertible note.

HARVEST AA CAPITAL, L.P.

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	1,555	\$4.18
3/7/2006	3,079	\$4.10
3/8/2006	1,000	\$4.07
3/13/2006	1,770	\$4.27
3/16/2006	770	\$4.69
3/17/2006	1,078	\$4.97
3/17/2006	2,310	\$4.98
3/20/2006	770	\$4.93
3/21/2006	1,539	\$5.37
3/22/2006	3,079	\$5.63
3/23/2006	154	\$5.45
3/23/2006	2,263	\$5.39
3/24/2006	3,079	\$5.61
3/27/2006	3,079	\$5.68
3/28/2006	5,542	\$5.43
3/28/2006	616	\$5.38
3/29/2006	3,078	\$5.55
3/30/2006	3,934	\$5.58

3/31/2006	1,539	\$5.66
4/3/2006	6,409	\$5.52
4/6/2006	3,328	\$5.63
4/7/2006	1,106	\$5.75
4/10/2006	3,391	\$5.73
4/11/2006	4,707	\$5.53
4/17/2006	364	\$5.60
4/18/2006	2,466	\$6.15
4/18/2006	2,944	\$6.10
4/18/2006	(349) Shares underlying the sale of 5 convertible notes	\$869.00*
4/18/2006	(7,612) Shares underlying the sale of 109 convertible notes	\$869.00*
4/18/2006	(5,866) Shares underlying the sale of 84 convertible notes	\$869.00*
4/19/2006	1,681	\$6.24
4/26/2006	1,727	\$6.17
4/27/2006	2,330	\$6.09

*Represents the sale price per convertible note.

NEW AMERICANS, L.L.C.

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	2,783	\$4.18
3/7/2006	5,511	\$4.10
3/8/2006	2,000	\$4.07
3/13/2006	3,169	\$4.27
3/16/2006	1,377	\$4.69
3/17/2006	1,929	\$4.97
3/17/2006	4,133	\$4.98
3/20/2006	1,377	\$4.93
3/21/2006	2,755	\$5.37
3/22/2006	5,507	\$5.63
3/23/2006	275	\$5.45
3/23/2006	4,050	\$5.39
3/24/2006	5,510	\$5.61
3/27/2006	5,509	\$5.68
3/28/2006	9,917	\$5.43
3/28/2006	1,102	\$5.38
3/29/2006	5,510	\$5.55
3/30/2006	7,041	\$5.58
3/31/2006	2,755	\$5.66
4/3/2006	17,859	\$5.52
4/6/2006	6,092	\$5.63
4/7/2006	2,025	\$5.75
4/10/2006	5,954	\$5.73
4/11/2006	8,620	\$5.53
4/17/2006	667	\$5.60
4/18/2006	3,279	\$6.15
4/18/2006	4,156	\$6.08
4/18/2006	(1,467) Shares underlying the sale of 21 convertible notes	\$869.00*
4/18/2006	(8,939) Shares underlying the sale of 128 convertible notes	\$869.00*
4/18/2006	(6,844) Shares underlying the sale of 98 convertible notes	\$869.00*
4/19/2006	1,843	\$6.31
4/26/2006	1,929	\$6.18
4/27/2006	3,035	\$6.07

*Represents the sale price per convertible note.

TE HARVEST PORTFOLIO, LTD.

Date of Transaction	Shares Purchased (Sold)	Price Per Share
3/6/2006	16,649	\$4.18
3/7/2006	32,970	\$4.10
3/8/2006	10,000	\$4.07
3/13/2006	18,953	\$4.27
3/16/2006	8,242	\$4.69
3/17/2006	11,540	\$4.97
3/17/2006	24,727	\$4.98
3/20/2006	8,238	\$4.93
3/21/2006	1,000	\$4.83
3/21/2006	16,471	\$5.37
3/22/2006	32,943	\$5.63
3/23/2006	1,647	\$5.45
3/23/2006	24,211	\$5.39

3/24/2006	32,941	\$5.61
3/27/2006	32,938	\$5.68
3/28/2006	59,283	\$5.43
3/28/2006	6,587	\$5.38
3/29/2006	32,940	\$5.55
3/30/2006	42,090	\$5.58
3/31/2006	16,470	\$5.66
4/3/2006	61,566	\$5.52
4/6/2006	35,446	\$5.63
4/7/2006	11,782	\$5.75
4/10/2006	34,914	\$5.73
4/11/2006	50,180	\$5.53
4/17/2006	3,880	\$5.60
4/18/2006	18,976	\$6.15
4/18/2006	24,077	\$6.08
4/18/2006	(29,051) Shares underlying the sale of 416 convertible notes	\$869.00*
4/18/2006	(37,781) Shares underlying the sale of 541 convertible notes	\$869.00*
4/18/2006	(34,368) Shares underlying the sale of 496 convertible notes	\$869.00*
4/19/2006	10,614	\$6.31
4/26/2006	11,118	\$6.18
4/27/2006	17,554	\$6.07

*Represents the sale price per convertible note.

EXHIBIT A

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13D shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: May 2, 2006

HARVEST MANAGEMENT, L.L.C.

By: /s/ Marjorie Gochberg Kellner

Name: Marjorie Gochberg Kellner
Title: Managing Member

/s/ James Morgan Rutman

JAMES MORGAN RUTMAN

/s/ Nathaniel Bohrer

NATHANIEL BOHRER

/s/ Marjorie Gochberg Kellner

MARJORIE GOCHBERG KELLNER