

Hudson Leslie  
 Form 4  
 July 29, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Hudson Leslie

(Last) (First) (Middle)

3450 MONTE VILLA PARKWAY,  
 SUITE 101

(Street)

BOTHELL, WA 98021

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 AVI BIOPHARMA INC [AVII]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 07/28/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Former CEO / Former CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/28/2010		M <sup>(1)</sup>	183,486 A \$ 1.09	568,045	D	
Common Stock	07/28/2010		S <sup>(1)</sup>	70,000 D \$ 1.81	498,045	D	
Common Stock	07/28/2010		S <sup>(1)</sup>	30,000 D \$ 1.8194	468,045	D	
Common Stock	07/28/2010		S <sup>(1)</sup>	35,200 D \$ 1.82	432,845	D	
Common Stock	07/28/2010		S <sup>(1)</sup>	8,101 D \$ 1.83	424,744	D	



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- (2) The Company originally granted a total of 366,972 options to vest 25% annually over 4 years. On 4/20/2010, the Company accelerated all 183,486 unvested shares.

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