

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>BOYLE J DAVID II</u> (Last) (First) (Middle) 4575 SW RESEARCH WAY, SUITE 200 (Street) CORVALLIS OR 97333 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AVI BIOPHARMA INC [AVII]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">CFO</p>
	3. Date of Earliest Transaction (Month/Day/Year) 03/09/2010	
	4. 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 <input type="checkbox"/> 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							65,282	D		

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Incentive Stock Option (right to buy)	\$1.3	03/09/2010		A		10,000		03/09/2011 ⁽¹⁾	03/09/2020	Common Stock	10,000	\$0 ⁽²⁾	10,000	D	
Non-Qualified Stock Option (right to buy)	\$1.3	03/09/2010		A		90,000		03/09/2011 ⁽¹⁾	03/09/2020	Common Stock	90,000	\$0 ⁽²⁾	90,000	D	
Incentive Stock Option (right to buy)	\$0.92							02/10/2010 ⁽¹⁾	02/10/2019	Common Stock	50,000		50,000	D	
Incentive Stock Option (right to buy)	\$1.21							08/18/2008 ⁽³⁾	08/18/2018	Common Stock	247,932		247,932	D	
Incentive Stock Option (right to buy)	\$1.45							02/09/2011 ⁽¹⁾	02/09/2020	Common Stock	97,241		97,241	D	
Non-Qualified Stock Option (right to buy)	\$0.92							02/10/2010 ⁽¹⁾	02/10/2019	Common Stock	100,000		100,000	D	
Non-Qualified Stock Option (right to buy)	\$1.21							08/18/2008 ⁽³⁾	08/18/2018	Common Stock	102,068		102,068	D	
Non-Qualified Stock Option (right to buy)	\$1.45							02/09/2011 ⁽¹⁾	02/09/2020	Common Stock	82,759		82,759	D	

Explanation of Responses:

1. The Stock Option Grant vest as follows: 1/3 vest one year from date of grant and 1/3 each year thereafter until all shares vest three years from grant date.
2. Price not required on initial report of stock option granted.
3. The options vest in equal annual installments over three years beginning on August 18, 2008.

John David Boyle II

03/10/2010

** 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.