

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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

1. Name and Address of Reporting Person* <u>Hansen Albert</u>  (Last) (First) (Middle) <u>126 EAST 56TH STREET, 24TH FLOOR</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>QUESTCOR PHARMACEUTICALS INC [ QSC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/23/2005</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/28/2005</u>		

**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	12/23/2005	12/23/2005	C		41,835	A	\$0.9412	235,536 <sup>(2)</sup>	I <sup>(2)</sup>	By Corporate Opportunities Fund, L.P.
Common Stock	12/23/2005	12/23/2005	C		223,875	A	\$0.9412	1,270,336 <sup>(3)</sup>	I <sup>(3)</sup>	By Corporate Opportunities Fund (Institutional), L.P.

**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
Series B Convertible Preferred Stock	\$0.9412	12/23/2005		C		39		01/15/2003	01/01/2006 <sup>(1)</sup>	Common Stock	41,835	\$0.9412	313 <sup>(2)</sup>	I <sup>(2)</sup>	By Corporate Opportunities Fund, L.P.
Series B Convertible Preferred Stock	\$0.9412	12/23/2005		C		211		01/15/2003	01/01/2006 <sup>(1)</sup>	Common Stock	223,875	\$0.9412	1,687 <sup>(3)</sup>	I <sup>(3)</sup>	By Corporate Opportunities Fund (Institutional), L.P.

**Explanation of Responses:**

- The shares are redeemable by the issuer commencing January 1, 2006. The holder has the right to require the issuer to redeem its shares upon the occurrence of certain events.
- These shares are owned directly by Corporate Opportunities Fund, L.P. Mr. Hansen is a manager of SMM Corporate Management, LLC, the general partner of Corporate Opportunities Fund, L.P. and a limited partner of Corporate Opportunities Fund, L.P. He disclaims any beneficial ownership of such shares except to the extent of his pecuniary interest in therein.
- These shares are owned directly by Corporate Opportunities Fund (Institutional), L.P. Mr. Hansen is a manager of SMM Corporate Management, LLC, the general partner of Corporate Opportunities Fund (Institutional), L.P. and a limited partner of Corporate Opportunities Fund (Institutional), L.P. He disclaims any beneficial ownership of such shares except to the extent of his pecuniary interest in therein.

Al Hansen

02/23/2006

\*\* 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 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.