FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL										
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*  GARNER CAM L					<u>C</u>	2. Issuer Name and Ticker or Trading Symbol CADENCE PHARMACEUTICALS INC [ CADX ]								Check all applic	ationship of Reporting all applicable) Director Officer (give title		10%	Ssuer Owner er (specify
	(First) (Middle) CADENCE PHARMACEUTICALS, INC. B1 HIGH BLUFF DRIVE, SUITE 200				1	3. Date of Earliest Transaction (Month/Day/Year) 10/30/2006								below)	below)		w)`	
(Street) SAN DIEGO CA 92130				_   4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)      X Form filed by One Reporting Person      Form filed by More than One Reporting Person					
(City)	(5	State)	(Zip)															
1 Title of (	Coourity (Inc.		able I - N	on-De		_			cquire	d, D		-		Illy Owned	\f	6. Owne	rehin	7. Nature of
Date			Date	Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.				. 3, 4 and	Securities Beneficially Owned Follow		Form: D (D) or In (I) (Instr.	irect Indirect direct Beneficial 4) Ownership		
								Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and		(instr.		(Instr. 4)	
Common	Stock			10/30	0/2006	6			С		51,595	A	(1)	1 1 1		By Garner Investments, LLC <sup>(2)</sup>		
Common Stock											538,435		I Fa		By Garner Family Trust <sup>(3)</sup>			
			Table II								posed of convert			y Owned				
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date, Transact Code (In:			tion Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour of Securities Underlying Deriva Security (Instr. 3 a 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership ect (Instr. 4)	
					Code	v	(A) (D)				Expiration Date	Title	Amount Number Shares		(Instr.			
Series A-1 Preferred Stock	(1)	10/30/2006			С			106,383	(1)		(1)	Common Stock	26,595	(4) (1)		0	I	By Garner Investments, LLC <sup>(2)</sup>
Series A-3 Preferred	(1)	10/30/2006			С			100,000	(1)		(1)	Common Stock	25,000	(4) (1)		0 I		By Garner Investments,

## **Explanation of Responses:**

- 1. The Preferred Stock automatically converted into Common Stock on a 4-for-1 basis upon the closing of the Issuer's initial public offering and had no expiration date.
- 2. Mr. Garner is the managing member of Garner Investments, LLC.
- 3. Mr. Garner is the trustee of this trust.
- 4. Reflects a 1-for-4 reverse stock split effective October 19, 2006, pursuant to which each share of Preferred Stock became convertible into 1/4 of a share of Common Stock.

## Remarks:

/s/ Jennifer M. Repine, Attorney-in-fact

\*\* 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.