ALEXION PHARMACEUTICALS INC

Form SC 13G/A February 25, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934

ALEXION PHARMACEUTICALS, INC.
(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.0001 (Title of Class of Securities)

015351109 (CUSIP Number)

January 4, 2008 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

The information required in 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 (the "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).

Schedule 13G/A CUSIP No. 015351109

PAGE 2 OF 45

(1)	S.S.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Partners					
INF	ORMATIO	N TO BE INC	LUDED IN	STATEMENTS PURSUANT TO	(a) (b)	[] [X]	
(3)	SEC U	SE ONLY					
(4)	CITIZ		LACE OF (ORGANIZATION			
NUMBER (OF		(5)	SOLE VOTING POWER			
SHARES BENEFIC	IALLY		(6)	SHARED VOTING POWER 83,125			
OWNED BY	Y		(7)	SOLE DISPOSITIVE POWER			
REPORTII	NG			0			
PERSON (WITH		(8)	SHARED DISPOSITIVE POWER 83,125			
	(9)	AGGREGATE BY EACH R		BENEFICIALLY OWNED PERSON 83,125			
	(10)			AGGREGATE AMOUNT ES CERTAIN SHARES		[]	
	(11)	PERCENT O					
	(12)	TYPE OF R	EPORTING	PERSON PN			
Schedule CUSIP No					ΡŻ	AGE 3 OF 45	
(1)	S.S.		DENTIFICA	ATION NO. OF ABOVE PERSON tional Partners, L.P.			
(2)	CHECK	THE APPROP	RIATE BO	X IF A MEMBER OF A GROUP		[] [X]	
(3)	SEC U	SE ONLY					

(4)	CITIZE	CNSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER C)F	(5) SOLE VOTING POWER 0	
SHARES			
BENEFICI	ALLY	(6) SHARED VOTING POWER 148,546	
OWNED BY	7		
EACH		(7) SOLE DISPOSITIVE POWER 0	
REPORTIN	IG		
PERSON W	VITH	(8) SHARED DISPOSITIVE POWER 148,546	
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 148,546	
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.4%	
	(12)	TYPE OF REPORTING PERSON PN	
Schedule CUSIP No		51109	PAGE 4 OF 45
(1)	s.s. c	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson & Co.	
		THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) [X]
(3)		SE ONLY	
		INSHIP OR PLACE OF ORGANIZATION New York	
NUMBER C)F	(5) SOLE VOTING POWER 0	
SHARES			
BENEFICI	ALLY	(6) SHARED VOTING POWER 11,343	

	V		
OWNED BY	1		
EACH		(7) SOLE DISPOSITIVE POWER 0	
REPORTIN	NG		
PERSON V	HTIW	(8) SHARED DISPOSITIVE POWER 11,343	
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,343	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%	
	(12)	TYPE OF REPORTING PERSON PN	
			PAGE 5 OF 45
	NAME (S.S. (Davids	51109 OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON son Kempner International, Ltd.	PAGE 5 OF 45
CUSIP No (1)	NAME (S.S. (Davids	51109 OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	PAGE 5 OF 45
CUSIP No (1)	NAME (S.S. (David:	51109 OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON son Kempner International, Ltd.	(a) []
(1) (2) (3)	NAME (S.S. (David:	THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) []
(1) (2) (3) (4)	NAME (S.S. (David: CHECK	DF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON Kempner International, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SE ONLY ENSHIP OR PLACE OF ORGANIZATION	(a) []
(1) (2) (3) (4) NUMBER (NAME (S.S. (David: CHECK	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON Kempner International, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SE ONLY ENSHIP OR PLACE OF ORGANIZATION British Virgin Islands (5) SOLE VOTING POWER 0	(a) []
CUSIP No. (1) (2) (3) (4) (4) NUMBER (CSHARES	NAME (S.S. (Davids CHECK SEC US CITIZI	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON KEMPNER INTERNATIONAL, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SE ONLY ENSHIP OR PLACE OF ORGANIZATION British Virgin Islands (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	(a) [] (b) [X]
CUSIP No (1) (2) (3) (4) NUMBER (SHARES BENEFICE	NAME (S.S. (David: CHECK SEC U: CITIZ)	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON Kempner International, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SEE ONLY ENSHIP OR PLACE OF ORGANIZATION British Virgin Islands (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER 261,180	(a) [] (b) [X]
CUSIP NO (1) (2) (3) (4) NUMBER (SHARES BENEFIC) OWNED BY	NAME (S.S. (David: CHECK SEC U: CITIZ)	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON Kempner International, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SE ONLY ENSHIP OR PLACE OF ORGANIZATION British Virgin Islands (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER 261,180 (7) SOLE DISPOSITIVE POWER	(a) [] (b) [X]
(1) (2) (3)	NAME (S.S. (David: CHECK SEC U: CITIZ)	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON SON Kempner International, Ltd. THE APPROPRIATE BOX IF A MEMBER OF A GROUP SE ONLY ENSHIP OR PLACE OF ORGANIZATION British Virgin Islands (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER 261,180	(a) [] (b) [X]

BY EACH REPORTING PERSON

		BY EACH RE	PORTING	FERSON	261,180		
	(10)	CHECK BOX IN ROW (9)					[]
	(11)	PERCENT OF BY AMOUNT			D 0.7%		
	(12)	TYPE OF RE	PORTING	PERSON	СО		
Schedule		1109				P <i>I</i>	AGE 6 OF 45
(1)	s.s. c	F REPORTING OR I.R.S. ID			OF ABOVE PERSON		
(2)	CHECK	THE APPROPR	IATE BC	X IF A MEM	BER OF A GROUP	(a) (b)	
(3)	SEC US	E ONLY					
(4)	CITIZE	NSHIP OR PL	ACE OF yman Is		ON		
NUMBER O	F		(5)	SOLE VOT	ING POWER		
SHARES BENEFICI			(6)	SHARED V	OTING POWER 5,118		
OWNED BY			(7)	SOLE DIS	POSITIVE POWER		
REPORTIN PERSON W			(8)		ISPOSITIVE POWER 5,118		
	(9)	AGGREGATE . BY EACH RE					
	(10)	CHECK BOX IN ROW (9)					[]
	(11)	PERCENT OF BY AMOUNT			D 0.8		

(12) TYPE OF REPORTING PERSON

(2) CHI	ME OF REPORTING S. OR I.R.S. IDE VIDEO NET TO THE APPROPRIECT OF THE A	ENTIFICA	are Fund		PAGE 7 OF 45 (a) [] (b) [X]
(2) CHI	S. OR I.R.S. IDE	ENTIFICA Healthca IATE BOY	are Fund	LP 	
(3) SEC	C USE ONLY	ACE OF (MBER OF A GROUP	
	TIZENSHIP OR PLA		DRGANT 7.AT		
(4) CI			ORGANT7AT		
				ION	
NUMBER OF		(5)	SOLE VO	TING POWER	
SHARES BENEFICIALLY OWNED BY	Υ	(6)	SHARED '	VOTING POWER 533,771	
EACH REPORTING		(7)	SOLE DI:	SPOSITIVE POWER 0	
PERSON WITH	I	(8)	SHARED 1	DISPOSITIVE POWER 533,771	
(9)	AGGREGATE A			LLY OWNED 533,771	
(10	O) CHECK BOX I				[]
(12	1) PERCENT OF BY AMOUNT 1			ED 1.4%	
(12	2) TYPE OF REE	PORTING	PERSON	PN	

Schedule 13G/A CUSIP No. 015351109

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(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Healthcare International Ltd.						
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP]
(3)	SEC U	SE ONLY					
(4)	CITIZ	ENSHIP OR P	LACE OF ayman Is		ATION		
NUMBER O	F		(5)	SOLE V	OTING POWER		
SHARES BENEFICI			(6)		O VOTING POWER 867,161		
OWNED BY			(7)	SOLE I	DISPOSITIVE POWER		
REPORTIN	G						
PERSON W	ITH		(8)	SHAREI	D DISPOSITIVE POWER 867,161		
	(9)	AGGREGATE BY EACH R			IALLY OWNED		
	(10)	CHECK BOX IN ROW (9			FE AMOUNT AIN SHARES		. 1
	(11)	PERCENT O BY AMOUNT			NTED 2.3%		
	(12)	TYPE OF R	EPORTING	PERSON	CO		
Schedule CUSIP No						PAGE	C 9 OF 45
(1)	S.S.	OF REPORTIN OR I.R.S. I anagement C	DENTIFIC		O. OF ABOVE PERSON		
(2)	CHECK	THE APPROP	BC	A TI XC	4EMBER OF A GROUP	(a) [(b) [}	

(3)	SEC U	SE ONLY			
(4)	CITIZ		LACE OF ew York	ORGANIZATION	
NUMBER O	F		(5)	SOLE VOTING POWER	
SHARES					
BENEFICI.	ALLY		(6)	SHARED VOTING POWER 83,125	
OWNED BY					
EACH			(7)	SOLE DISPOSITIVE POWER	
REPORTIN	G				
PERSON W	ITH		(8)	SHARED DISPOSITIVE POWER 83,125	
	(9)	AGGREGATE BY EACH R		BENEFICIALLY OWNED	
		DI LACH K	EFORTING	83,125	
	(10)			AGGREGATE AMOUNT DES CERTAIN SHARES	[]
	(11)	PERCENT OF BY AMOUNT		REPRESENTED (9)	
				0.2%	
	(12)	TYPE OF R	EPORTING	G PERSON PN	
Schedule CUSIP No					PAGE 10 OF 45
(1)	S.S.	OF REPORTING OR I.R.S. II son Kempner	DENTIFIC	CATION NO. OF ABOVE PERSON OF SINC.	
(2)	CHECK	THE APPROP	RIATE BO	OX IF A MEMBER OF A GROUP	(a) [] (b) [X]
(3)					
(4)	CITIZ		ew York	ORGANIZATION	
NUMBER O	F			SOLE VOTING POWER	
SHARES					
BENEFICI.	ALLY		(6)	SHARED VOTING POWER	

OWNED BY					148,546		
EACH			(7)	COLE DI	SPOSITIVE	DOWED	
REPORTING	~		(7)	SOPE DI		POWER	
PERSON W			(8)	SHARED 1	DISPOSITIV	E POWER	
	(9)	AGGREGATE A			LLY OWNED 148,546		
		CHECK BOX IN ROW (9)					[]
	, ,	PERCENT OF BY AMOUNT			ED 0.4%		
	(12)	TYPE OF RE	PORTING	PERSON	IA		
Schedule CUSIP No		1109					PAGE 11 OF 45
(1)	s.s. o	F REPORTING	ENTIFICA				
	S.S. O Davids		ENTIFICA Internat 	ional Ad	visors, L.	L.C.	(a) []
(2)	S.S. O Davids	R I.R.S. ID on Kempner THE APPROPR	ENTIFICA Internat 	ional Ad	visors, L.	L.C.	(a) [] (b) [X]
(2)	S.S. O Davids CHECK	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX	ional Ad	visors, L.	L.C.	· · ·
(2)	S.S. O Davids CHECK SEC US	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware	ional Ad	visors, L.	L.C. GROUP	· · ·
(2) (3) (4)	S.S. O Davids CHECK SEC US	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware (5)	ional Ad	Wisors, L. MBER OF A ION TING POWER 0	GROUP	· · ·
(2) (3) (4) NUMBER OF SHARES BENEFICE	S.S. O Davids CHECK SEC US CITIZE	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware (5)	ional Ad	visors, L. MBER OF A MODEL OF A TING POWER	GROUP	(b) [x]
(2) (3) (4) NUMBER OF SHARES BENEFICE OWNED BY	S.S. O Davids CHECK SEC US CITIZE	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware (5) (6)	ional Ad	Wisors, L. MBER OF A ION TING POWEF 0 VOTING POW 266,298	GROUP	· · ·
(2) (3) (4) NUMBER OF SHARES BENEFICE OWNED BY EACH	S.S. O Davids CHECK SEC US CITIZE	R I.R.S. IDON KEMPNET THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware (5) (6)	ional Ad	visors, L. MBER OF A ION TING POWER O VOTING POW	GROUP	(b) [x]
(2) (3) (4) NUMBER OF SHARES BENEFICE OWNED BY	S.S. O Davids CHECK SEC US CITIZE F	R I.R.S. ID on Kempner THE APPROPR E ONLY NSHIP OR PL	ENTIFICA Internat IATE BOX ACE OF O laware (5) (6) (7)	ional Adi	visors, L. MBER OF A MBER OF A ION TING POWEF 0 VOTING POW 266,298 SPOSITIVE	GROUP GROUP GROUP GROUP GROUP GROUP GROUP	(b) [x]

	(9)	AGGREGATE AMOUN BY EACH REPORTI		LLY OWNED 266,298	
	(10)	CHECK BOX IF TH IN ROW (9) EXCL			[]
		PERCENT OF CLAS	W (9)	0.7%	
		TYPE OF REPORTI		00	
Schedule CUSIP No		1109			PAGE 12 OF 45
(1)				OF ABOVE PERSON	
(2)	CHECK	THE APPROPRIATE			(a) [] (b) [X]
(3)	SEC US				
(4)	CITIZE	NSHIP OR PLACE C		ION	
NUMBER OF	<u>ਦ</u>	(5)	SOLE VO	TING POWER 0	
BENEFICIA	ALLY	(6)	SHARED	VOTING POWER 533,771	
OWNED BY		(7)	SOLE DI	SPOSITIVE POWER	
REPORTING	G				
PERSON W	ITH	(8)	SHARED	DISPOSITIVE POWER 533,771	
	(9)	AGGREGATE AMOUN BY EACH REPORTI		533,771	
	(10)	CHECK BOX IF TH IN ROW (9) EXCL		AMOUNT	[]
	(11)	PERCENT OF CLAS BY AMOUNT IN RO		ED	

1.4%

	(12)	TYPE OF RE	PORTING	PERSON	00		
	e 13G/A Jo. 0153					P	AGE 13 OF 45
(1)	S.S. (OF REPORTING OR I.R.S. ID nagement Par	ENTIFICA		OF ABOVE PERSON		
(2)	CHECK	THE APPROPR	RIATE BO	X IF A MEI	MBER OF A GROUP		[] [X]
(3)	SEC U	SE ONLY					
(4)	CITIZI	ENSHIP OR PI	ACE OF (ION 		
NUMBER SHARES	OF		(5)	SOLE VO	IING POWER 0		
BENEFIC			(6)		VOTING POWER 867,161		
EACH REPORTI	NG		(7)	SOLE DI:	SPOSITIVE POWER 0		
PERSON	WITH		(8)	SHARED I	DISPOSITIVE POWER 867,161		
	(9)	AGGREGATE BY EACH RE			LLY OWNED		
	(10)	CHECK BOX					[]
	(11)	PERCENT OF BY AMOUNT			2.3%		
	(12)	TYPE OF RE	PORTING	PERSON	PN		

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(1)	S.S. (OF REPORTING OR I.R.S. II illwater GP	DENTIFIC	N CATION NO. OF ABOVE PERSON		
(2)	CHECK	THE APPROP	RIATE BO	DX IF A MEMBER OF A GROUP	(a) [] (b) [X]	
(3)	SEC US	SE ONLY				
(4)	CITIZ	ENSHIP OR P				
NUMBER O	F		(5)	SOLE VOTING POWER 0		
BENEFICI			(6)	SHARED VOTING POWER 867,161		
OWNED BY			(7)	SOLE DISPOSITIVE POWER		
REPORTIN			(8)	SHARED DISPOSITIVE POWER 867,161		
	(9)	AGGREGATE BY EACH R		BENEFICIALLY OWNED G PERSON 867,161		_
	(10)			AGGREGATE AMOUNT DES CERTAIN SHARES	[]	
	(11)	PERCENT O		REPRESENTED (9) 2.3%		
	(12)	TYPE OF R	EPORTING	G PERSON OO		
Schedule CUSIP No		51109			PAGE 15 OF	45
(1)	S.S. (OF REPORTING OR I.R.S. II S L. Kempne	DENTIFIC	N CATION NO. OF ABOVE PERSON		
(2)	CHECK	THE APPROP	RIATE BO	OX IF A MEMBER OF A GROUP	(a) [] (b) [X]	

(3)	SEC US	SE ONLY			
(4)	CITIZI	ENSHIP OR PI		ORGANIZATION tates	
NUMBER OF	F		(5)	SOLE VOTING POWER	
BENEFICIA				SHARED VOTING POWER 1,910,244	
OWNED BY				SOLE DISPOSITIVE POWER	
REPORTING PERSON W			(8)	SHARED DISPOSITIVE POWER 1,910,244	
		AGGREGATE BY EACH RE	AMOUNT	BENEFICIALLY OWNED	
		CHECK BOX	IF THE	AGGREGATE AMOUNT DES CERTAIN SHARES	[]
	(11)	PERCENT OF		REPRESENTED (9) 5.1%	
	(12)	TYPE OF RE	EPORTING	G PERSON IN	
Schedule CUSIP No		51109			PAGE 16 OF 4
(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Marvin H. Davidson				
(2)	CHECK	THE APPROPE	RIATE BO	OX IF A MEMBER OF A GROUP	(a) [] (b) [X]
(3)	SEC US	SE ONLY			
(4)	CITIZI		JACE OF	ORGANIZATION tates	
NUMBER OF	F		(5)	SOLE VOTING POWER	

BENEFICIALLY		(6)	SHARED VOTING POWER	
OWNED BY			1,910,244 	
EACH		(7)	SOLE DISPOSITIVE POWER	
REPORTING				
PERSON WITH			SHARED DISPOSITIVE POWER 1,910,244	
	AGGREGATE I BY EACH REE			
(10)			AGGREGATE AMOUNT ES CERTAIN SHARES	[]
(11)	PERCENT OF BY AMOUNT		(9) 5.1%	
(12)	TYPE OF REE	PORTING	PERSON IN	
Schedule 13C/A				
S.S. (Stephe	DF REPORTING DR I.R.S. IDE en M. Dowicz	ENTIFIC	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP	PAGE 17 OF 45
(1) NAME (DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI	ENTIFIC.	ATION NO. OF ABOVE PERSON	PAGE 17 OF 45
(1) NAME (DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI	ENTIFIC.	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP	(a) []
(1) NAME (S.S. (Stephe (2) CHECK (3) SEC US (4) CITIZE	DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI SE ONLY Uni	ENTIFIC	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP ORGANIZATION ates	(a) [] (b) [X]
CUSIP No. 01538 (1) NAME (S.S. (Stephe (2) CHECK (3) SEC US (4) CITIZE NUMBER OF	DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI SE ONLY Uni	ENTIFIC	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP ORGANIZATION ates SOLE VOTING POWER 0	(a) [] (b) [X]
(1) NAME (S.S. (Stephe (2) CHECK (3) SEC US (4) CITIZE NUMBER OF SHARES BENEFICIALLY	DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI SE ONLY Uni	ENTIFIC	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP ORGANIZATION ates SOLE VOTING POWER 0 SHARED VOTING POWER 1,910,244	(a) [] (b) [X]
CUSIP No. 01538 (1) NAME (S.S. (Stephe (2) CHECK (3) SEC US (4) CITIZE NUMBER OF SHARES	DF REPORTING DR I.R.S. IDE en M. Dowicz THE APPROPRI SE ONLY Uni	ENTIFIC. LATE BO. ACE OF dited St. (5) (6)	ATION NO. OF ABOVE PERSON X IF A MEMBER OF A GROUP ORGANIZATION ates SOLE VOTING POWER 0 SHARED VOTING POWER 1,910,244	(a) [] (b) [X]

1,910,244 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,910,244 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) (12) TYPE OF REPORTING PERSON IN Schedule 13G/A CUSIP No. 015351109 PAGE 18 OF 45 ______ NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Scott E. Davidson CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER NUMBER OF 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 1,910,244 OWNED BY _____ EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 1,910,244 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,910,244 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ______ (11) PERCENT OF CLASS REPRESENTED

BY AMOUNT IN ROW (9) 5.1% (12) TYPE OF REPORTING PERSON IN Schedule 13G/A CUSIP No. 015351109 PAGE 19 OF 45 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Michael J. Leffell (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION United States ______ NUMBER OF (5) SOLE VOTING POWER 0 SHARES (6) SHARED VOTING POWER BENEFICIALLY 1,910,244 OWNED BY (7) SOLE DISPOSITIVE POWER EACH REPORTING (8) SHARED DISPOSITIVE POWER PERSON WITH 1,910,244 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,910,244 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1% (12) TYPE OF REPORTING PERSON TN

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(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Timothy I. Levart					
(2)	CHECK	THE APPROP	(a) [] (b) [X]			
(3)	SEC U	SE ONLY				
(4)	CITIZ			ORGANIZATION ingdom & United States		
NUMBER O	F		(5)	SOLE VOTING POWER 0		
BENEFICI			(6)	SHARED VOTING POWER 1,910,244		
EACH			(7)	SOLE DISPOSITIVE POWER		
REPORTIN			(8)	SHARED DISPOSITIVE POWER 1,910,244		
	(9)	AGGREGATE BY EACH R		BENEFICIALLY OWNED G PERSON 1,910,244		
	(10)			AGGREGATE AMOUNT DES CERTAIN SHARES	[]	
	(11)	PERCENT O		REPRESENTED (9) 5.1%		
	(12)	TYPE OF R	EPORTIN	G PERSON IN		
Schedule					PAGE 21	OF 45
(1)	s.s.	OF REPORTING OR I.R.S. IN	DENTIFI(N CATION NO. OF ABOVE PERSON		

						(a) (b)	
(3)	SEC US	E ONLY					
(4)	CITIZE	CNSHIP OR PI	LACE OF nited St		TION		
NUMBER O	F		(5)		OTING POWER		
SHARES							
BENEFICIA			(6)	SHARED	VOTING POWER 1,910,244		
OWNED BY							
EACH			(7)		ISPOSITIVE POWER 0		
PERSON W			(8)	SHARED	DISPOSITIVE POWER 1,910,244		
	(9)	AGGREGATE BY EACH RI			ALLY OWNED 1,910,244		
	(10)	CHECK BOX IN ROW (9)					[]
	(11)	PERCENT OF			TED 5.1%		
	(12)	TYPE OF RI	EPORTING	F PERSON	IN		
Schedule CUSIP No		51109				PA	GE 22 OF 45
	NAME C	F REPORTING	G PERSON	1	. OF ABOVE PERSON		
(2)	CHECK	THE APPROPI	RIATE BO	OX IF A M	EMBER OF A GROUP	(a) (b)	
(3)							
(4)		NSHIP OR P		ORGANIZA	TION		
NUMBER O	 F		(5)	SOLE V	OTING POWER		

					U 	
BENEFICI	ALLY		(6)	SHARED VC	TING POWER	
OWNED BY					1,910,244	
EACH			(7)	SOLE DISF	OSITIVE POWER	
REPORTIN	ſĠ				0	
PERSON W	ITH		(8)		SPOSITIVE POWE	ER
	(9)	AGGREGATE BY EACH RE		F PERSON	Y OWNED	
	(10)	CHECK BOX IN ROW (9)		AGGREGATE A		[]
	(11)	PERCENT OF BY AMOUNT			5.1%	
	(12)	TYPE OF RE	PORTING	PERSON	IN	
Schedule CUSIP No						
		51109				PAGE 23 OF 45
(1)	NAME (DF REPORTING	ENTIFIC		F ABOVE PERSON	
	NAME (S.S. (Anthor	DF REPORTING DR I.R.S. ID ny A. Yoselo	ENTIFIC	CATION NO. C		
	NAME (S.S. (Anthor	DF REPORTING DR I.R.S. ID ny A. Yoselo	ENTIFIC	CATION NO. C	F ABOVE PERSON	
(2)	NAME (S.S. (Anthor	DF REPORTING DR I.R.S. ID ny A. Yoselo	ENTIFIC	CATION NO. C		N (a) []
(2)	NAME (S.S. (Anthorocheck CHECK	DF REPORTING DR I.R.S. ID DR YOSELO THE APPROPR SE ONLY ENSHIP OR PI	ENTIFIC	CATION NO. C	ER OF A GROUP	N (a) []
(2) (3) (4) NUMBER O	NAME (S.S. (Anthor CHECK	DF REPORTING DR I.R.S. ID DR YOSELO THE APPROPR SE ONLY ENSHIP OR PI	ENTIFIC ff RIATE BO ACE OF ited St	CATION NO. C	ER OF A GROUP	N (a) []
(2) (3) (4) NUMBER O	NAME (S.S. (Anthorough CHECK) SEC US CITIZE	DF REPORTING DR I.R.S. ID DR YOSELO THE APPROPR SE ONLY ENSHIP OR PI	ENTIFICATION OF THE PROPERTY O	CATION NO. CONTROL OF A MEMER ORGANIZATION SOLE VOTI	ER OF A GROUP N NG POWER O	N (a) []
(2) (3) (4) NUMBER O SHARES BENEFICI	NAME (S.S. (Anthorough CHECK) SEC US CITIZE	DF REPORTING DR I.R.S. ID DR YOSELO THE APPROPR SE ONLY ENSHIP OR PI	ENTIFICATION OF THE PROPERTY O	CATION NO. CONTROL OF A MEMER OF	ER OF A GROUP N NG POWER O	N (a) []
(2) (3) (4) NUMBER O	NAME (S.S. (Anthorough CHECK) SEC US CITIZE	DF REPORTING DR I.R.S. ID DR YOSELO THE APPROPR SE ONLY ENSHIP OR PI	ENTIFICATE BOOK STATE	CATION NO. CONTROL OF A MEMBER	ER OF A GROUP N NG POWER O TING POWER	N (a) []

PERSON W	ITH	(8) SHARED DISPOSITIVE P 1,910,244	OWER
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,910,244	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1%	
	(12)	TYPE OF REPORTING PERSON IN	
Schedule CUSIP No		51109	PAGE 24 OF 45
(1)	S.S. (DF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PER Z. Friedman	SON
(2)	CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GRO	(a) [] (b) [X]
(3)	SEC U	SE ONLY	
(4)	CITIZI	ENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER O	F	(5) SOLE VOTING POWER 0	
BENEFICI		(6) SHARED VOTING POWER 1,910,244	
OWNED BY EACH		(7) SOLE DISPOSITIVE POW 0	ER
REPORTIN	G		
PERSON W	ITH	(8) SHARED DISPOSITIVE F 1,910,244	OWER
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,910,244	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]

	(11)	PERCENT OF C		NTED		
				5.1%		
	(12)	TYPE OF REPO	RTING PERSON	IN		
Schedule	e 13G/A					
CUSIP No	0153	51109			P.A	AGE 25 OF 4
(1)	S.S.	OF REPORTING PI DR I.R.S. IDEN' Bastable		O. OF ABOVE PERSON		
(2)	CHECK	THE APPROPRIA	FE BOX IF A	MEMBER OF A GROUP		[] [X]
(3)	SEC U	SE ONLY				
(4)	CITIZ	ENSHIP OR PLAC	E OF ORGANIZ ed States	ATION		
NUMBER ()F	(.	5) SOLE	VOTING POWER		
SHARES						
BENEFIC:		(6) SHARE	D VOTING POWER 1,910,244		
EACH		(7) SOLE	DISPOSITIVE POWER		
REPORTIN		(3) SHARE	D DISPOSITIVE POWER		
	(9)	AGGREGATE AMO BY EACH REPO				
	(10)	CHECK BOX IF IN ROW (9) E				[]
	(11)	PERCENT OF C		 NTED 5.1		

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ITEM 1(a). NAME OF ISSUER:

Alexion Pharmaceuticals, Inc. (the "Company")

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

352 Knotter Drive Cheshire, CT 06410

ITEM 2(a). NAME OF PERSON FILING:

This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons":

- (i) Davidson Kempner Partners, a New York limited
 partnership ("DKP");
- (ii) Davidson Kempner Institutional Partners, L.P., a
 Delaware limited partnership ("DKIP");
- (iii) M. H. Davidson & Co., a New York limited partnership ("CO");
- (iv) Davidson Kempner International, Ltd., a British Virgin Islands corporation ("DKIL");
- (v) Serena Limited, a Cayman Islands corporation
 ("Serena");

- (x) Davidson Kempner International Advisors, L.L.C., a
 Delaware limited liability company and the manager of
 DKIL and Serena ("DKIA");
- (xii) DK Management Partners LP, a Delaware limited
 partnership and the investment manager of DKHI
 ("DKMP");

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- (xiii) DK Stillwater GP LLC, a Delaware limited liability company and the general partner of DKMP ("DKS"); and
- Messrs. Thomas L. Kempner, Jr., Marvin H. Davidson, (xiv) Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Timothy I. Levart, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein, Avram Z. Friedman and Conor Bastable (collectively, the "Principals"), who are the general partners of CO and MHD, the sole managing members of DKIA and DKG and the sole stockholders of DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I. Levart are Executive Managing Member and Deputy Executive Managing Member, respectively, of DKS. Each of Messrs. Kempner and Levart, together with Messrs. Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein and Avram Z. Friedman are limited partners of DKMP.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) Serena a Cayman Islands corporation
- (vi) DKHF a Delaware limited partnership
- (vii) DKHI a Cayman Islands corporation
- (viii) MHD a New York limited partnership
- (ix) DKAI a New York corporation
- (x) DKIA a Delaware limited liability company
- (xi) DKG a Delaware limited liability company
- (xii) DKMP a Delaware limited partnership
- (xiii) DKS a Delaware limited liability company
- (xiv) Thomas L. Kempner, Jr. United States

Schedule 13G/A CUSIP No. 015351109 PAGE 28 OF 45 (xv) Marvin H. Davidson - United States (xvi) Stephen M. Dowicz - United States (xvii) Scott E. Davidson -United States (xviii) Michael J. Leffell - United States (xix) Timothy I. Levart - United Kingdom & United States Robert J. Brivio, Jr. - United States (xx) (xxi) Eric P. Epstein - United States (xxii) Anthony A. Yoseloff - United States (xxiii) Avram Z. Friedman - United States (xxiv) Conor Bastable - United States ITEM 2(d). TITLE OF CLASS OF SECURITIES: COMMON STOCK, PAR VALUE \$0.0001 ITEM 2(e). CUSIP NUMBER: 015351109 ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A: (a) [] Broker or dealer registered under Section 15 of the Act; (b) [] Bank as defined in Section 3(a)(6) of the Act; (c) [] Insurance Company as defined in Section 3(a)(19) of the Act; (d) [] Investment Company registered under Section 8 of the Investment Company Act of 1940; (e) [] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E); (f) [] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F); (g) [] Parent Holding Company, in accordance with Rule

13d-1(b)(ii)(G);

(h) [] Savings Associations as defined in Section 3(b) of

the Federal Deposit Insurance Act;

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- (i) [] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

The Principals may be deemed to beneficially own an aggregate of 1,910,244 shares as a result of their voting and dispositive power over the 1,910,244 shares beneficially owned by DKP, DKIP, DKIL, Serena, CO, DKHF and DKHT.

DKIA may be deemed to beneficially own the 261,180 shares beneficially owned by DKIL and the 5,118 shares beneficially owned by Serena as a result of its voting and dispositive power over those shares. DKAI may be deemed to beneficially own the 148,546 shares beneficially owned by DKIP as a result of its voting and dispositive power over those shares. MHD may be deemed to beneficially own the 83,125 shares beneficially owned by DKP as a result of its voting and dispositive power over those shares. DKG may be deemed to beneficially own the 533,771 shares beneficially owned by DKHF as a result of its voting and dispositive power over those shares. DKMP and DKS may be deemed to beneficially own the 867,161 shares beneficially owned by DKHI as a result of their voting and dispositive power over those shares.

A. DKP

- (a) Amount beneficially owned: 83,125
- (b) Percent of class: 0.2%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 83,125
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 83,125

B. DKIP

- (a) Amount beneficially owned: 148,546
- (b) Percent of class: 0.4%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 148,546

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CUSIP No. 015351109 PAGE 30 OF 45 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 148,546 C. CO (a) Amount beneficially owned: 11,343 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 11,343 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 11,343 D. DKIL (a) Amount beneficially owned: 261,180 (b) Percent of class: 0.7% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 261,180 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 261,180 E. Serena (a) Amount beneficially owned: 5,118 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 5,118 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 5,118 Schedule 13G/A

F. DKHF

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(a) Amount beneficially owned: 533,771 (b) Percent of class: 1.4% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 533,771 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 533,771 G. DKHI (a) Amount beneficially owned: 867,161 (b) Percent of class: 2.3% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 867,161 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 867,161 H. MHD (a) Amount beneficially owned: 83,125 (b) Percent of class: 0.2% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 83,125 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 83,125 Schedule 13G/A CUSIP No. 015351109 PAGE 32 OF 45 I. DKAI (a) Amount beneficially owned: 148,546 (b) Percent of class: 0.4% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0

(ii) shared power to vote or to direct the vote: 148,546 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 148,546 J. DKIA (a) Amount beneficially owned: 266,298 (b) Percent of class: 0.7% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 266,298 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 266,298 K. DKG (a) Amount beneficially owned: 533,771 (b) Percent of class: 1.4% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 533,771 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 533,771 Schedule 13G/A CUSIP No. 015351109 PAGE 33 OF 45 L. DKMP (a) Amount beneficially owned: 867,161 (b) Percent of class: 2.3% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 867,161 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 867,161

M. DKS

(a) Amount beneficially owned: 867,161 (b) Percent of class: 2.3% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 867,161 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 867,161 Thomas L. Kempner, Jr. (a) Amount beneficially owned: 1,910,244 (b) Percent of class: 5.1% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 1,910,244 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 1,910,244 Schedule 13G/A CUSIP No. 015351109 PAGE 34 OF 45 O. Marvin H. Davidson (a) Amount beneficially owned: 1,910,244 (b) Percent of class: 5.1% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 1,910,244 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 1,910,244 P. Stephen M. Dowicz (a) Amount beneficially owned: 1,910,244 (b) Percent of class: 5.1% (c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote: 0
- (ii) shared power to vote or to direct the vote: 1,910,244
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 1,910,244
- O. Scott E. Davidson
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244

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- R. Michael J. Leffell
 - (a) Amount beneficially owned. 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244
- S. Timothy I. Levart
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244

- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 1,910,244
- T. Robert J. Brivio, Jr.
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244

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- U. Eric P. Epstein
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244 $\,$
- V. Anthony A. Yoseloff
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244

- W. Avram Z. Friedman
 - (a) Amount beneficially owned: 1,910,244
 - (b) Percent of class: 5.1%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244
- X. Conor Bastable
 - (a) Amount beneficially owned: 1,910,244

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- (b) Percent of class: 5.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,910,244
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,910,244
- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

The partners, members or stockholders of each of the Reporting Persons, including the Principals, have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of such Reporting Person in accordance with their ownership interests in such Reporting Person. The Reporting Persons disclaim all beneficial ownership as affiliates of a registered investment adviser, and, in any case, disclaim beneficial ownership except as to the extent of their pecuniary interest in the shares. The Reporting Persons have elected to file Schedule 13G although such filing may not be required under the Act.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

TTEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

NOTICE OF DISSOLUTION OF GROUP. ITEM 9.

Not applicable.

CERTIFICATION. (if filing pursuant to Rule 13d-1(c)) ITEM 10.

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing

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or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 25, 2008

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL

PARTNERS, L.P.

By: Davidson Kempner Advisers Inc., its General Partner

/s/ Thomas L. Kempner, Jr. _____

Name: Thomas L. Kempner, Jr.

Title: President

M.H. DAVIDSON & CO.

/s/ Thomas L. Kempner, Jr.

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Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, By: Davidson Kempner International Advisors, its Investment Manager /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member SERENA LIMITED By: Davidson Kempner International Advisors, its Investment Manager /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 40 OF 45 DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD. By: DK Management Partners LP, its Investment Manager By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER ADVISERS INC. /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr.

Title: President

DAVIDSON KEMPNER INTERNATIONAL ADVISORS,

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

DK GROUP LLC

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

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DK MANAGEMENT PARTNERS LP

By: DK Stillwater GP LLC, its general partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK STILLWATER GP LLC

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr.

/s/ Marvin H. Davidson

Marvin H. Davidson

/s/ Stephen M. Dowicz

Stephen M. Dowicz

/s/ Scott E. Davidson

Scott E. Davidson

/s/ Michael J. Leffell

Michael J. Leffell

/s/ Timothy I. Levart

Timothy I. Levart

/s/ Robert J. Brivio, Jr.

Robert J. Brivio, Jr.

/s/ Eric P. Epstein

Eric P. Epstein

/s/ Anthony A. Yoseloff

Anthony A. Yoseloff

/s/ Avram Z. Friedman

Avram Z. Friedman

/s/ Conor Bastable

Conor Bastable

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EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, 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 others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 25, 2008

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P.

By: Davidson Kempner Advisers Inc.,

its General Partner

/s/ Thomas L. Kempner, Jr.

Name : Thomas I Kompner Ir

Name: Thomas L. Kempner, Jr.

Title: President

Schedule 13G/A CUSIP No. 015351109 M.H. DAVIDSON & CO. /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 43 OF 45 SERENA LIMITED By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner /s/ Thomas L. Kempner, Jr. -----Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD. By: DK Management Partners LP, its Investment Manager By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER ADVISERS INC.

Schedule 13G/A CUSIP No. 015351109

/s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 44 OF 45 DK GROUP LLC /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /s/ Thomas L. Kempner, Jr. Thomas L. Kempner, Jr. /s/ Marvin H. Davidson Marvin H. Davidson /s/ Stephen M. Dowicz Stephen M. Dowicz /s/ Scott E. Davidson Scott E. Davidson /s/ Michael J. Leffell _____

Michael J. Leffell

/s/ Timothy I. Levart
Timothy I. Levart
/s/ Robert J. Brivio, Jr.
Robert J. Brivio, Jr.
/s/ Eric P. Epstein
Eric P. Epstein
/s/ Anthony A. Yoseloff
Anthony A. Yoseloff
/s/ Avram Z. Friedman
Avram Z. Friedman

Schedule 13G/A CUSIP No. 015351109

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