# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. \_\_)\*

Threshold Pharmaceuticals, Inc.
(Name of Issuer)
COMMON STOCK
(Title of Class of Securities)
885807107 (CUSIP Number)  June 5, 2006
(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)
⊠ Rule 13d-1(c)
□ Rule 13d-1(d)

The information required on 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 ("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).

<sup>\*</sup> 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 disclosures provided in a prior cover page.

CUSIP No. 88580710	7	Page 2 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS CATION NOS. OF ABOVE PERSONS (Entities Only)	
Atlas M	Aaster Fund, Ltd.	
	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP OF	R PLACE OF ORGANIZATION	
Cayma	n Islands	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	None	
WITH	8 SHARED DISPOSITIVE POWER	
	None (See Item 4)	
9 AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (S	See Item 4)	
	THE AGGRÉGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	plicable	
11 PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
.0%	TERM OF DEPOSON IN	
12 TYPE OF REPOR	TING PEKSUN*	
CO		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107	7	Page 3 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS ATION NOS. OF ABOVE PERSONS (Entities Only)	
Atlas G	lobal, LLC	
	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP OR	R PLACE OF ORGANIZATION	
Delawa	re	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING	N.	
PERSON WITH	None 8 SHARED DISPOSITIVE POWER	
	None (See Item 4)	
9 AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (S	See Item 4)	
	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
NI-4 A		
Not App	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	(/)	
0%	TING DEDGOVA	
12 TYPE OF REPOR	IING PEKSUN*	
OO		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107	7	Page 4 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS ATION NOS. OF ABOVE PERSONS (Entities Only)	
Atlas G	lobal Investments, Ltd.	
2 CHECK THE APP	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP OF	R PLACE OF ORGANIZATION	
Caymar	ı Islands	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING	Y	
PERSON WITH	None 8 SHARED DISPOSITIVE POWER	
A ACCRECATE AN	None (See Item 4)	
9 AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (S	See Item 4)	
10 CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
Not Ap		
11 PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	TING PERSON*	
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<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107	7	Page 5 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS ATION NOS. OF ABOVE PERSONS (Entities Only)	
Atlas G	lobal Investments II, Ltd.	
(a) 🗆	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(b) □ 3 SEC USE ONLY		
3 SEC USE ONL I		
4 CITIZENSHIP OR	R PLACE OF ORGANIZATION	
Caymar	ı Islands	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY	None (See Item 4)	
OWNED BY EACH	None (See Item 4)  7 SOLE DISPOSITIVE POWER	
REPORTING	, sold biologitive to were	
PERSON	None	
WITH	8 SHARED DISPOSITIVE POWER	
	None (See Item 4)	
9 AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
Nama (C	Con Itams 4)	
	See Item 4) THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	П
to Check Box ii i	THE MOREONTE MINOCHT IN NOW (7) EXCEODES CERTAIN SHARES	
Not App		
11 PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	TING PERSON*	_
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<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107		Page 6 of 23 Pages
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON	NS (Entities Only)	
Visium Balanced Fund, LP		
2 CHECK THE APPROPRIATE BOX IF A MEMBER	OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP OR PLACE OF ORGANIZATION		
Delaware		
5 SOLE VOTING POWER		
NUMBER OF None		
SHARES 6 SHARED VOTING POWER		
BENEFICIALLY OWNED BY None (See Item 4	)	
EACH 7 SOLE DISPOSITIVE POWI		
REPORTING		
PERSON None WITH 8 SHARED DISPOSITIVE PO	OWED	
None (See Item 4		
9 AGGREGATE AMOUNT BENEFICIALLY OWNED	BY EACH REPORTING PERSON	
None (See Item 4)		
10 CHECK BOX IF THE AGGREGATE AMOUNT IN F	OW (9) EXCLUDES CERTAIN SHARES*	
Not Applicable		
11 PERCENT OF CLASS REPRESENTED BY AMOUN	T IN ROW (9)	
0%		
12 TYPE OF REPORTING PERSON*		
00		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107	Page 7 of 23 Pages
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)	
Visium Long Bias Fund, LP	
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	_
(a) □ (b) □	
3 SEC USE ONLY	
4 CITIZENSHIP OR PLACE OF ORGANIZATION	
Delaware	
5 SOLE VOTING POWER	
NUMBER OF None	
SHARES 6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY None (See Item 4)	
EACH 7 SOLE DISPOSITIVE POWER REPORTING	
PERSON None	
WITH 8 SHARED DISPOSITIVE POWER	
None (See Item 4)	
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (See Item 4)	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
Not Applicable	
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	_
0%	
12 TYPE OF REPORTING PERSON*	
00	

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 885807107	7	Page 8 of 23 Pages
1 NAMES OF REPO	DRTING PERSONS ATION NOS. OF ABOVE PERSONS (Entities Only)	
Visium	Balanced Offshore Fund, Ltd.	
2 CHECK THE APP	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP OF	R PLACE OF ORGANIZATION	
Caymar	ı Islands	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	None	
WITH	8 SHARED DISPOSITIVE POWER	
	Nona (Saa Itam 4)	
9 AGGREGATE AN	None (See Item 4) MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	See Item 4)	
10 CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
Not Ap	plicable	
11 PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	TING PERSON*	
CO		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 88580710	7	Page 9 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS CATION NOS. OF ABOVE PERSONS (Entities Only)	
	Balanced Long Bias Fund, Ltd.	
2 CHECK THE API (a) □ (b) □	PROPRIATE BOX IF A MEMBER OF A GROUP*	
3 SEC USE ONLY		
4 CITIZENSHIP OF	R PLACE OF ORGANIZATION	
Cayma	n Islands	
	5 SOLE VOTING POWER	
NUMBER OF SHARES	None 6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH REPORTING	7 SOLE DISPOSITIVE POWER	
PERSON WITH	None 8 SHARED DISPOSITIVE POWER	
	None (See Item 4)	
9 AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
0 (See 1		
10 CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	plicable	
11 PERCENT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	RTING PERSON*	
CO		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 88580710	7	Page 10 of 23 Pages
1 NAMES OF REP I.R.S. IDENTIFIC	ORTING PERSONS CATION NOS. OF ABOVE PERSONS (Entities Only)	
Visium	n Capital Management, LLC	
2 CHECK THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP O	R PLACE OF ORGANIZATION	
Delawa	are	
	5 SOLE VOTING POWER	
NUMBER OF	None	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	None	
WITH	8 SHARED DISPOSITIVE POWER	
	None (See Item 4)	
9 AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (	See Item 4)	
	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
Not Ap	pplicable	
	LASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	RTING PERSON*	
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<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 88580710	07	Page 11 of 23 Pages
1 NAMES OF REP I.R.S. IDENTIFIC	ORTING PERSONS CATION NOS. OF ABOVE PERSONS (Entities Only)	
Balyas	ny Asset Management L.P.	
2 CHECK THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) □ (b) □		
3 SEC USE ONLY		
4 CITIZENSHIP O	R PLACE OF ORGANIZATION	
Delawa	are	
	5 SOLE VOTING POWER	
NUMBER OF	None (See Item 4)	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING		
PERSON WITH	None (See Item 4)  8 SHARED DISPOSITIVE POWER	
***************************************	6 SHARED DISPOSITIVE FOWER	
	None (See Item 4)	
9 AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None (	See Item 4)	
10 CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
Not Ap	pplicable	
11 PERCENT OF CI	LASS REPRESENTED BY AMOUNT IN ROW (9)	
0%		
12 TYPE OF REPOR	RTING PERSON*	
00		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

CUSIP No. 88580710	7	Page 12 of 23 Pages
1 NAMES OF REPO	ORTING PERSONS CATION NOS. OF ABOVE PERSONS (Entities Only)	
Dmitry	Balyasny	
2 CHECK THE API	PROPRIATE BOX IF A MEMBER OF A GROUP*	
(a) 🗆		
(b) □ 3 SEC USE ONLY		
3 SEC USE ONL I		
4 CITIZENSHIP OF	R PLACE OF ORGANIZATION	
United		
	5 SOLE VOTING POWER	
NUMBER OF	None (See Item 4)	
SHARES	6 SHARED VOTING POWER	
BENEFICIALLY		
OWNED BY	None (See Item 4)	
EACH	7 SOLE DISPOSITIVE POWER	
REPORTING PERSON	None (See Item 4)	
WITH	8 SHARED DISPOSITIVE POWER	
	U SHINED DISTOSTIVE TO WER	
	None (See Item 4)	
9 AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
Nama (	Saa Itam (1)	
	See Item 4) THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	П
IU CHECK BOX IF	THE AUGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
Not Ap	plicable	
	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	• • • • • • • • • • • • • • • • • • • •	
0%		
12 TYPE OF REPOR	TING PERSON*	
INI		
IN		

<sup>\*</sup> SEE INSTRUCTIONS BEFORE FILLING OUT.

#### Item 1 (a) Name of Issuer:

Threshold Pharmaceuticals, Inc. (the "Company")

(b) Address of Issuer's Principal Executive Offices:

1300 Seaport Boulevard Redwood City, CA 94063

#### **Item 2** (a) - (c) This statement is filed on behalf of the following:

- (1) Atlas Master Fund, Ltd., a Cayman Islands corporation ("AMF"), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman Islands, British West Indies.
- (2) Atlas Global, LLC, a Delaware limited liability company ("AG"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AG owns 16.82% of the equity interests in AMF.
- (3) Atlas Global Investments, Ltd., a Cayman Islands corporation ("AGI1"), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman Islands, British West Indies. AGI1 owns 74.72% of the equity interests in AMF.
- (4) Atlas Global Investments II, Ltd., a Cayman Islands corporation ("AGI2"), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman Islands, British West Indies. AGI2 owns 8.46% of the equity interests in AMF.
- (5) Visium Balanced Fund, LP, a Delaware limited partnership ("VBF"), with its principal business office at c/o Balyasny Asset Management L.P., 650 Madison Avenue, New York, NY 10022.
- (6) Visium Long Bias Fund, LP, a Delaware limited partnership ("VLBF"), with its principal business office at c/o Balyasny Asset Management L.P., 650 Madison Avenue, New York, NY 10022.
- (7) Visium Balanced Fund Offshore, Ltd., a Cayman Islands corporation ("VBFO"), with its principal business office at c/o Morgan Stanley Fund Services (Cayman) Limited, P.O. Box 2681GT, Century yard, 4th Floor, Cricket Square, Hutchins Drive, Grand Cayman, Cayman Islands, British West Indies.

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- (8) Visium Long Bias Fund Offshore, Ltd., a Cayman Islands corporation ("VLBFO"), with its principal business office at c/o Morgan Stanley Fund Services (Cayman) Limited, P.O. Box 2681GT, Century yard, 4th Floor, Cricket Square, Hutchins Drive, Grand Cayman, Cayman Islands, British West Indies.
- (9) Visium Capital Management, LLC, a Delaware limited liability company ("VCM"), with its principal business office at c/o Balyasny Asset Management L.P., 650 Madison Avenue, New York, NY 10022. VCM is the investment advisor to each of VBF, VLBF, VBFO and VLBFO.
- (10) Balyasny Asset Management L.P., a Delaware limited partnership ("BAM"), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. BAM is the sole managing member of AG, the investment advisor to each of AG, AGI1 and AGI2 and the investment subadvisor to each of VBF, VLBF, VBFO and VLBFO.
- (11) Dmitry Balyasny, a United States citizen whose business address is 181 West Madison, Suite 3600, Chicago, IL 60602. Dmitry Balyasny is the sole managing member of the general partner of BAM.
- (d) <u>Title of Class of Securities</u>:

Common Stock

(e) <u>CUSIP Number</u>:

885807107

Item 3 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Not Applicable

Item 4 Ownership:

<u>AMF</u>

(a) Amount Beneficially Owned:

0 shares

(b) Percent of Class:

0%

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#### (c) Number of Shares as to which person has:

(i) sole power to vote or to direct vote:

0 shares

(ii) shared power to vote or to direct vote:

None

(iii) sole power to dispose or direct disposition of:

0 shares

(iv) shared power to dispose or to direct disposition of:

None

## <u>AG</u>

## (a) Amount Beneficially Owned:

By virtue of its ownership of 16.82% of the equity interest in AMF, AG may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

0%

## (c) Number of Shares as to which person has:

(i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

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(iv) shared power to dispose or to direct disposition of:

0 shares

#### AGI1

# (a) <u>Amount Beneficially Owned</u>:

By virtue of its ownership of 74.72% of the equity interest in AMF, AGI1 may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

0%

- (c) <u>Number of Shares as to which person has:</u>
  - (i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

Non

(iv) shared power to dispose or to direct disposition of:

0 shares

## AGI2

## (a) Amount Beneficially Owned:

By virtue of its ownership of 8.46% of the equity interest in AMF, AGI2 may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

0%

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(c)	Number of Shares as to which person has:	
	(i)	sole power to vote or to direct vote:
		None
	(ii)	shared power to vote or to direct vote:
		0 shares

(iii) sole power to dispose or direct disposition of:

**N**T - ...

(iv) shared power to dispose or to direct disposition of:

0 shares

# <u>VBF</u>

(a) Amount Beneficially Owned:

0 shares

(b) Percent of Class:

0%

(c) Number of Shares as to which person has:

(i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

(iv) shared power to dispose or to direct disposition of:

0 shares

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## <u>VLBF</u>

(a) Amount Beneficially Owned:

0 shares

(b) Percent of Class:

0%

- (c) Number of Shares as to which person has:
  - (i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

(iv) shared power to dispose or to direct disposition of:

0 shares

## **VBFO**

(a) Amount Beneficially Owned:

0 shares

(b) Percent of Class:

0%

- (c) Number of Shares as to which person has:
  - (i) sole power to vote or to direct vote:

None

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(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

(iv) shared power to dispose or to direct disposition of:  $0 \ shares \\$ 

## **VLBFO**

(a) <u>Amount Beneficially Owned</u>:

0 shares

(b) <u>Percent of Class</u>:

0%

- (c) <u>Number of Shares as to which person has:</u>
  - (i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

(iv) shared power to dispose or to direct disposition of:

 $0 \ shares \\$ 

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#### **VCM**

## (a) Amount Beneficially Owned:

By virtue of its position as investment advisor to each of VBF, VLBF, VBFO and VLBFO, VCM may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by VBF, VLBF, VBFO and VLBFO.

#### (b) Percent of Class:

0%

## (c) Number of Shares as to which person has:

(i) sole power to vote or to direct vote:

None

(ii) shared power to vote or to direct vote:

0 shares

(iii) sole power to dispose or direct disposition of:

None

(iv) shared power to dispose or to direct disposition of:

0 shares

#### **BAM**

## (a) Amount Beneficially Owned:

By virtue of its position as investment advisor to each of AG, AGI1 and AGI2 and its role as sole managing member of AG, BAM may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by AG, AGI1 and AGI2. By virtue of its position as investment subadvisor to each of VFB, VLBF, VBFO and VLBFO, BAM may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by VFB, VLBF, VBFO and VLBFO.

#### (b) Percent of Class:

0%

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- (c) Number of Shares as to which person has:
  - (i) sole power to vote or to direct vote:
    - 0 shares
  - (ii) shared power to vote or to direct vote:
    - 0 shares
  - (iii) sole power to dispose or direct disposition of:
    - 0 shares
  - (iv) shared power to dispose or to direct disposition of:
    - 0 shares

## **Dmitry Balyasny**

(a) Amount Beneficially Owned:

By virtue of his position as the sole managing member of the general partner of BAM, Mr. Balyasny may be deemed to beneficially own the 0 shares of the Company's Common Stock beneficially owned by BAM.

(b) Percent of Class:

0%

- (c) Number of Shares as to which person has:
  - (i) sole power to vote or to direct vote:
    - 0 shares
  - (ii) shared power to vote or to direct vote:
    - 0 shares
  - (iii) sole power to dispose or direct disposition of:
    - 0 shares

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(iv) shared power to dispose or to direct disposition of:

0 shares

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

Not Applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

Item 8 Identification and Classification of Members of the Group.

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my 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 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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#### **SIGNATURE**

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

Date: February 5, 2007

#### ATLAS MASTER FUND, LTD.

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

#### ATLAS GLOBAL, LLC

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

## ATLAS GLOBAL INVESTMENTS, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

#### ATLAS GLOBAL INVESTMENTS II, LTD.

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

#### VISIUM BALANCED FUND, LP

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

## VISIUM LONG BIAS FUND, LP

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

## VISIUM BALANCED FUND OFFSHORE, LTD.

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

## VISIUM LONG BIAS FUND OFFSHORE, LTD.

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

#### VISIUM CAPITAL MANAGEMENT, LLC

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

#### BALYASNY ASSET MANAGEMENT L.P.

By: /s/ Scott Schroeder Scott Schroeder Authorized Signatory

#### DMITRY BALYASNY

By: /s/ Scott Schroeder

Scott Schroeder

Authorized Representative and Executive Officer Managing Director of Finance and General Counsel