

APEX BIOVENTURES ACQUISITION CORP  
 Form 3  
 June 07, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |  |   |  |  |
|--|--|---|--|--|
| 1. Name and Address of Reporting Person<br>*<br>^ Elliott Darrell J<br>(Last) (First) (Middle) |  | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>06/07/2007  | 3. Issuer Name and Ticker or Trading Symbol<br>APEX BIOVENTURES ACQUISITION CORP [PEX] |  |
| 18 FARM LANE<br>(Street)   |  | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>CEO and Chairman |  | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| HILLSBOROUGH, CA 94010<br>(City) (State) (Zip)   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)        | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|--|---|--|
| Common Stock, par value \$.0001 per share | 268,858  | I   | Note <sup>(1)</sup>                                      |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable      Expiration Date                       | Title      Amount or Number of   |  |  |  |

|         |       |            |                 | Shares  |      | (I)<br>(Instr. 5) |          |
|---------|-------|------------|-----------------|---------|------|-------------------|----------|
| Warrant | Â (2) | 06/07/2011 | Common<br>Stock | 225,000 | \$ 1 | I                 | Note (1) |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| Elliott Darrell J<br>18 FARM LANE<br>HILLSBOROUGH, CA 94010 | Â X           | Â         | Â CEO and Chairman | Â     |

## Signatures

/s/ Darrell J. Elliott  
06/07/2007

Signature of Reporting Person  
Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Held by Invivos Limited Partners, 99% of which is held by Mr. Elliott, his wife and children and 1% by Invivos Partners Ltd. of which Mr. Elliott owns 100%.
- (2) The warrant will become exercisable on the later of (i) the consummation of a business combination by the Company, and (ii) June 7, 2008. Each warrant entitles the holder to purchase one share of the Company's Common Stock at a price of \$1.00.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.