

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>ProQuest Investments III, L.P.</u> (Last) (First) (Middle) <u>90 NASSAU STREET, 5TH FLOOR</u> (Street) <u>PRINCETON NJ 08542</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CADENCE PHARMACEUTICALS INC [CADX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/17/2007</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	09/17/2007		S		200	D	\$13.5	2,918,969	D ⁽¹⁾	
Common Stock	09/18/2007		S		7,900	D	\$13.5	2,911,069	D ⁽¹⁾	
Common Stock	09/19/2007		S		200	D	\$14.59	2,910,869	D ⁽¹⁾	
Common Stock	09/19/2007		S		700	D	\$14.57	2,910,169	D ⁽¹⁾	
Common Stock	09/19/2007		S		400	D	\$14.56	2,909,769	D ⁽¹⁾	
Common Stock	09/19/2007		S		300	D	\$14.55	2,909,469	D ⁽¹⁾	
Common Stock	09/19/2007		S		300	D	\$14.54	2,909,169	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.53	2,909,069	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.51	2,908,969	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.45	2,908,869	D ⁽¹⁾	
Common Stock	09/19/2007		S		400	D	\$14.44	2,908,469	D ⁽¹⁾	
Common Stock	09/19/2007		S		400	D	\$14.41	2,908,069	D ⁽¹⁾	
Common Stock	09/19/2007		S		5,685	D	\$14.4	2,902,384	D ⁽¹⁾	
Common Stock	09/19/2007		S		200	D	\$14.38	2,902,184	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.37	2,902,084	D ⁽¹⁾	
Common Stock	09/19/2007		S		300	D	\$14.35	2,901,784	D ⁽¹⁾	
Common Stock	09/19/2007		S		900	D	\$14.31	2,900,884	D ⁽¹⁾	
Common Stock	09/19/2007		S		915	D	\$14.27	2,899,969	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.26	2,899,869	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.24	2,899,769	D ⁽¹⁾	
Common Stock	09/19/2007		S		630	D	\$14.2	2,899,139	D ⁽¹⁾	
Common Stock	09/19/2007		S		200	D	\$14.19	2,898,939	D ⁽¹⁾	
Common Stock	09/19/2007		S		400	D	\$14.18	2,898,539	D ⁽¹⁾	
Common Stock	09/19/2007		S		1,300	D	\$14.17	2,897,239	D ⁽¹⁾	
Common Stock	09/19/2007		S		200	D	\$14.16	2,897,039	D ⁽¹⁾	
Common Stock	09/19/2007		S		1,757	D	\$14.15	2,895,282	D ⁽¹⁾	
Common Stock	09/19/2007		S		600	D	\$14.13	2,894,682	D ⁽¹⁾	
Common Stock	09/19/2007		S		100	D	\$14.12	2,894,582	D ⁽¹⁾	
Common Stock	09/19/2007		S		2,027	D	\$14.11	2,892,555	D ⁽¹⁾	
Common Stock	09/19/2007		S		10,286	D	\$14.1	2,882,269	D ⁽¹⁾	

**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					

1. Name and Address of Reporting Person*

[ProQuest Investments III, L.P.](#)

(Last) (First) (Middle)

90 NASSAU STREET, 5TH FLOOR

(Street)

PRINCETON NJ 08542

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Moorin Jay](#)

(Last) (First) (Middle)

C/O PROQUEST INVESTMENTS
90 NASSAU STREET, 5TH FLOOR

(Street)

PRINCETON NJ 08542-4520

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SCHREIBER ALAIN](#)

(Last) (First) (Middle)

C/O CADENCE PHARMACEUTICALS, INC.
12481 HIGH BLUFF DRIVE, SUITE 200

(Street)

SAN DIEGO CA 92130

(City) (State) (Zip)

Explanation of Responses:

1. Dr. Alain Schreiber and Mr. Jay Moorin are managing members of ProQuest Associates III LLC and general partners of ProQuest Investments III, L.P. Dr. Schreiber and Mr. Moorin disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interests therein, and this report shall not be deemed an admission for Section 16 or any other purpose.

Remarks:

[Hazel M. Aker Attorney-in-fact 09/19/2007](#)

** 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.

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