

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>Winship M Douglas</u> _____ (Last) (First) (Middle) 355 ALHAMBRA CIRCLE SUITE 1370 _____ (Street) CORAL FL 33134 GABLES _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Catalyst Pharmaceutical Partners, Inc. [CPRX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>V.P. of Regulatory Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/20/2009</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			

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						Title
Options to purchase common stock	\$2.98	10/20/2009		H ⁽¹⁾			145,922	(2)	07/10/2012	Common Stock	145,922	\$0	15,000	D	
Options to purchase common stock	\$0.9	10/20/2009		A		41,666		10/20/2009	10/20/2014	Common Stock	41,666	\$0	56,666	D	
Options to purchase common stock	\$0.9	10/20/2009		A		41,667		10/20/2010	10/20/2014	Common Stock	41,667	\$0	98,333	D	
Options to purchase common stock	\$0.9	10/20/2009		A		41,667		10/20/2011	10/20/2014	Common Stock	41,667	\$0	140,000	D	

Explanation of Responses:

- Options were cancelled pursuant to the above-described grant.
- 1/4 of such shares vested on July 10, 2007; 1/4 of such shares vested on July 10, 2008; 1/4 of such shares vested on July 10, 2009; and 1/4 of such shares were to vest on July 10, 2010.

/s/ M. Douglas Winship 10/22/2009

** 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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