

**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* <b>MULLEN JAMES C</b>  (Last) (First) (Middle) <b>14 CAMBRIDGE CENTER</b>  (Street) <b>CAMBRIDGE MA 02142</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>BIOPEN IDEC INC. [ BIIB ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>CEO &amp; President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>04/11/2008</b>	
	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			
Common Stock	04/11/2008		s <sup>(1)</sup>		10,423	D	\$64.3	797,900	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		10,351	D	\$64.31	787,549	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		6,004	D	\$64.32	781,545	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		5,995	D	\$64.33	775,550	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		3,600	D	\$64.34	771,950	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		3,551	D	\$64.35	768,399	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		2,800	D	\$64.36	765,599	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		700	D	\$64.365	764,899	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		100	D	\$64.3675	764,799	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		5,500	D	\$64.37	759,299	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		100	D	\$64.375	759,199	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		300	D	\$64.3775	758,899	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		5,945	D	\$64.38	752,954	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		100	D	\$64.385	752,854	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		9,705	D	\$64.39	743,149	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		8,804	D	\$64.4	734,345	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		700	D	\$64.405	733,645	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		300	D	\$64.4075	733,345	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		7,372	D	\$64.41	725,973	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		200	D	\$64.415	725,773	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		100	D	\$64.4175	725,673	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		10,733	D	\$64.42	714,940	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		5,300	D	\$64.43	709,640	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		100	D	\$64.435	709,540	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		9,002	D	\$64.44	700,538	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		5,372	D	\$64.45	695,166	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		500	D	\$64.455	694,666	D	
Common Stock	04/11/2008		s <sup>(1)</sup>		7,500	D	\$64.46	687,166	D	
Common Stock								104,708	I	2008 GRAT

**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								44,252	I	2006 GRAT

**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					

**Explanation of Responses:**

1. Exercise/sale pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.

**Remarks:**

Marcia J. Gookin, Attorney in fact for James C. Mullen 04/15/2008

\*\* 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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