FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

hours per response:

3235-0287 Estimated average burden 0.5

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

Date		suer Name and Ticke DGEN IDEC II					ationship of Reportin call applicable) Director	g Person(s) to Issuer 10% Owner			
	I	ate of Earliest Transact	ction (M	onth/E	Day/Year)	X	Officer (give title below) CEO &	Other (specify below) r President			
	4. If <i>i</i>	Amendment, Date of	Original	Filed	6. Indiv Line)	1 '					
(City) (State) (Zip)											
Table I -	Non-Derivative	Securities Acq	uired,	, Dis	posed of, o	or Ben	eficially	Owned		_	
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock	04/11/2008		M ⁽¹⁾		345,000	A	\$37.45	481,500 ⁽²⁾	D		
Common Stock	04/11/2008	+	M ⁽¹⁾		150,000	A	\$43.5	631,500	D		
Common Stock	04/11/2008		M ⁽¹⁾		143,750	A	\$45.46	775,250	D		
Common Stock	04/11/2008		M ⁽¹⁾		107,000	A	\$44.59	882,250	D		
Common Stock	04/11/2008		S ⁽¹⁾		500	D	\$64.04	881,750	D		
Common Stock	04/11/2008		S ⁽¹⁾		700	D	\$64.06	881,050	D		
Common Stock	04/11/2008		S ⁽¹⁾		100	D	\$64.07	880,950	D		
Common Stock	04/11/2008		S ⁽¹⁾		300	D	\$64.08	880,650	D		
Common Stock	04/11/2008		S ⁽¹⁾		300	D	\$64.09	880,350	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,298	D	\$64.1	878,052	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,802	D	\$64.11	875,250	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,700	D	\$64.13	872,550	D		
Common Stock	04/11/2008		S ⁽¹⁾		1,900	D	\$64.14	870,650	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,400	D	\$64.15	868,250	D		
Common Stock	04/11/2008		S ⁽¹⁾		1,700	D	\$64.16	866,550	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,300	D	\$64.17	864,250	D		
Common Stock	04/11/2008		S ⁽¹⁾		456	D	\$64.18	863,794	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,800	D	\$64.19	860,994	D		
Common Stock	04/11/2008		S ⁽¹⁾		1,444	D	\$64.2	859,550	D		
Common Stock	04/11/2008		S ⁽¹⁾		2,200	D	\$64.21	857,350	D		
Common Stock	04/11/2008		S ⁽¹⁾		3,110	D	\$64.22	854,240	D		
Common Stock	04/11/2008		S ⁽¹⁾		5,492	D	\$64.23	848,748	D		
Common Stock	04/11/2008		S ⁽¹⁾		5,389	D	\$64.24	843,359	D		
Common Stock	04/11/2008		S ⁽¹⁾		4,042	D	\$64.25	839,317	D		
Common Stock	04/11/2008		S ⁽¹⁾		12,620	D	\$64.26	826,697	D		
Common Stock	04/11/2008		S ⁽¹⁾		8,316	D	\$64.27	818,381	D		
Common Stock	04/11/2008		S ⁽¹⁾		4,277	D	\$64.28	814,104	D		
Common Stock	04/11/2008		S ⁽¹⁾		5,781	D	\$64.29	808,323	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)	Code (Instr.					5. Amount of Securities Beneficially Owned following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
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. Transa Code (8)		Deri Sec Acq or D of (I	umber of ivative urities uired (A) Disposed D) (Instr. and 5)	6. Date Exerc Expiration Day/\ (Month/Day/\	ate	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)	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	Amount or Number of Shares		(Instr. 4)		
Stock Option (right to buy)	\$43.5	04/11/2008		M ⁽¹⁾			150,000	(3)	02/06/2014	Common Stock	150,000	\$0.00 ⁽⁴⁾	0	D	
Stock Option (right to buy)	\$44.59	04/11/2008		M ⁽¹⁾			107,000	(5)	02/07/2016	Common Stock	107,000	\$0.00 ⁽⁴⁾	133,000	D	
Stock Option (right to buy)	\$45.46	04/11/2008		M ⁽¹⁾			143,750	(6)	12/15/2010	Common Stock	143,750	\$0.00 ⁽⁴⁾	0	D	
Stock Option (right to buy)	\$37.45	04/11/2008		M ⁽¹⁾			345,000	(7)	12/06/2012	Common Stock	345,000	\$0.00 ⁽⁴⁾	0	D	

Explanation of Responses:

- $1.\ Exercise/sale\ pursuant\ to\ a\ trading\ plan\ intended\ to\ comply\ with\ Rule\ 10b5-1\ of\ the\ Securities\ Exchange\ Act\ of\ 1934.$
- 2. Excludes 104,708 shares previously owned directly which were contributed to a grantor retained annuity trust in March 2008
- 3. The stock options become exercisable in four (4) equal annual installments on 12/31/04, 12/31/05, 12/31/06 and 12/31/07.
- 4. Granted under one of the Issuer's stock option plans, in an exempt transaction under SEC Rule 16(b)-3(d).
- 5. The stock option becomes exercisable in four (4) equal annual installments, commencing one year after the grant date of 02/07/06.
- 6. The stock option became exercisable in seven (7) equal annual installments, commencing one year after the grant date of 12/15/00.
- $7. \ The stock option became exercisable in four (4) equal annual installments, commencing one year after the grant date of 12/06/02.$

Remarks:

<u>Marcia J. Gookin, Attorney in fact for James C. Mullen</u>

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.

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 Number.