

UNITED THERAPEUTICS CORP

Form POS AM

February 24, 2004

As filed with the Securities and Exchange Commission on February 24, 2004

Registration No. 333-41866

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

**POST-EFFECTIVE AMENDMENT TO
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

United Therapeutics Corporation
(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation or
Organization)

52-1984749

(I.R.S. Employer
Identification Number)

**1110 Spring Street
Silver Spring, MD 20910
(301) 608-9292**

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive
Offices)

**Martine A. Rothblatt
Chairman and Chief Executive Officer
United Therapeutics Corporation
1110 Spring Street
Silver Spring, MD 20910
(301) 608-9292**

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent For Service)

Copies to:

**Paul A. Mahon
Senior Vice President and General Counsel
United Therapeutics Corporation
1110 Spring Street
Silver Spring, MD 20910
(301) 608-9292**

Approximate date of commencement of proposed sale of the securities to the public: Not applicable.

If any of the securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. ___

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If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. ___

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ___

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ___

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. ___

EXPLANATORY STATEMENT

Pursuant to this Post-Effective Amendment to its Registration Statement on Form S-3, as amended (Registration No. 333-41866), United Therapeutics Corporation deregisters all shares of its common stock, par value \$0.01 per share, heretofore registered and not previously sold.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Silver Spring, County of Montgomery, State of Maryland on the 23rd day of February, 2004.

UNITED THERAPEUTICS CORPORATION

By: /s/ Martine A. Rothblatt

 Martine A. Rothblatt
Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the dates stated.

<u>Signatures</u>	<u>Title</u>	<u>Date</u>
/s/ Martine A. Rothblatt _____	Chairman and Chief Executive Officer	February 23, 2004
Martine A. Rothblatt /s/ Fred T. Hadeed _____	Chief Financial Officer	February 19, 2004
Fred T. Hadeed /s/ Roger Jeffs _____	President, Chief Operating Officer and Director	February 23, 2004
Roger Jeffs /s/ Ricardo Balda _____	Director	February 23, 2004
Ricardo Balda /s/ Christopher Causey _____	Director	February 20, 2004
Christopher Causey		

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<u>/s/ Raymond A. Dwek</u>	Director	February 19, 2004
<u>Raymond A. Dwek /s/ R. Paul Gray</u>	Director	February 23, 2004
<u>R. Paul Gray /s/ H. Beecher Hicks, III</u>	Director	February 20, 2004
<u>H. Beecher Hicks, III /s/ Raymond Kurzweil</u>	Director	February 19, 2004
<u>Raymond Kurzweil /s/ Christopher Patusky</u>	Director	February 23, 2004
<u>Christopher Patusky</u>	Director	
<u>Louis W. Sullivan</u>		