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UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **June 29, 2006**

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**IDERA PHARMACEUTICALS, INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Juris-  
diction of Incorporation)

**001-31918**  
(Commission  
File Number)

**04-3072298**  
(IRS Employer  
Identification No.)

**345 Vassar Street,**  
**Cambridge, Massachusetts**  
(Address of Principal Executive Offices)

**02139**  
(Zip Code)

**(617) 679-5500**

Registrant's telephone number, including area code:

**n/a**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.03. Material Modifications to Rights of Security Holders**

On June 29, 2006, Idera Pharmaceuticals, Inc. (the “Company”) filed a Certificate of Amendment to the Company’s Restated Certificate of Incorporation with the Secretary of State of the State of Delaware, with an effective time of 5:00 p.m. on June 29, 2006 (the “Effective Time”), to effect a one-for-eight reverse stock split of the Company’s issued and outstanding common stock, \$0.001 par value per share (the “Common Stock”), and to fix the number of authorized shares of Common Stock at 40,000,000. As a result of the reverse stock split, each share of Common Stock outstanding on June 29, 2006 automatically converted into one-eighth of one share of Common Stock at the Effective Time. No fractional shares were issued in connection with the reverse stock split, and cash will be paid in lieu of fractional shares.

The reverse stock split reduced the number of outstanding shares of Common Stock from approximately 133.8 million shares to approximately 16.7 million shares, subject to reduction for fractional shares. Additionally, the reverse stock split resulted in proportionate adjustments to (i) the number of shares of Common Stock issuable upon conversion of the Company’s Series A convertible preferred stock, (ii) the number of shares of Common Stock issuable upon conversion of the Company’s 4% convertible subordinated notes due April 30, 2008, (iii) the number of shares of Common Stock issuable upon the exercise of options and warrants outstanding immediately prior to the Effective Time and to the exercise price of such options and warrants, and (iv) the number of shares issuable under the Company’s stock incentive plans, including the Company’s 2005 Stock Incentive Plan, 1997 Stock Incentive Plan, 1995 Director Stock Option Plan, and 1995 Employee Stock Purchase Plan. The reverse stock split did not alter the par value of the Common Stock, which is \$0.001 per share, or modify any voting rights or other terms of the Common Stock.

Pursuant to the Rights Agreement, dated as of December 10, 2001, between the Company and Mellon Investor Services LLC, as Rights Agent, as amended (the “Rights Agreement”), as a result of the reverse stock split, the number of Rights (as defined in the Rights Agreement) associated with each share of Common Stock was automatically proportionately adjusted so that (i) at the Effective Time, eight Rights were then associated with each outstanding share of Common Stock and (ii) from and after the Effective Time, so long as the Rights are attached to the Common Stock, eight Rights (subject to further adjustment pursuant to the provisions of the Rights Agreement) shall be deemed to be delivered for each share of Common Stock issued or transferred by the Company in the future.

The Certificate of Amendment is attached as Exhibit 3.1 to this Current Report on Form 8-K.

**Item 5.03. Amendments to Articles of Incorporation or Bylaws**

The disclosure set forth above under Item 3.03 of this Current Report on Form 8-K is incorporated by reference into this Item 5.03.

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**Item 9.01: Financial Statements and Exhibits**

(c) Exhibits

3.1 Certificate of Amendment to Restated Certificate of Incorporation, dated June 29, 2006

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IDERA PHARMACEUTICALS, INC.

Date: July 6, 2006

By: /s/ Robert G. Andersen

Robert G. Andersen  
Chief Financial Officer and  
Vice President of Operations

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EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
3.1	Certificate of Amendment to Restated Certificate of Incorporation, dated June 29, 2006

**CERTIFICATE OF AMENDMENT  
TO THE  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
IDERA PHARMACEUTICALS, INC.**

Idera Pharmaceuticals, Inc. (hereinafter called the "Corporation"), organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

By action of the Board of Directors of the Corporation at a meeting held on April 12, 2006, the Board of Directors of the Corporation duly adopted a resolution, pursuant to Section 242 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Restated Certificate of Incorporation of the Corporation, as amended to date (the "Certificate of Incorporation"), and declaring said amendment to be advisable. The stockholders of the Corporation duly approved said proposed amendment in accordance with Section 242 of the General Corporation Law of the State of Delaware at a meeting of stockholders held on June 7, 2006. The resolution setting forth the amendment is as follows:

**RESOLVED:** That the first paragraph of Article FOURTH of the Certificate of Incorporation be and hereby is amended and restated in its entirety so that the same shall read as follows:

"FOURTH. That, effective at 5:00 p.m., eastern time, on the filing date of this Certificate of Amendment of Restated Certificate of Incorporation, as amended, (the "Effective Time"), a one-for-eight reverse stock split of the Corporation's Common Stock (as defined below) shall become effective, pursuant to which each eight shares of Common Stock outstanding and held of record by each stockholder of the Corporation (including treasury shares) immediately prior to the Effective Time shall be reclassified and combined into one share of Common Stock automatically and without any action by the holder thereof upon the Effective Time and shall represent one share of Common Stock from and after the Effective Time. No fractional shares of Common Stock shall be issued as a result of such reclassification and combination. In lieu of any fractional shares to which the stockholder would otherwise be entitled, the Corporation shall pay cash equal to such fraction multiplied by the average of the high and low trading prices of the Common Stock on the American Stock Exchange during regular trading hours for the five trading days immediately preceding the Effective Time.

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The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) Forty Million (40,000,000) shares of Common Stock, \$.001 par value per share ("Common Stock"), and (ii) Five Million (5,000,000) shares of Preferred Stock, \$.01 par value per share ("Preferred Stock"), which may be issued from time to time in one or more series as set forth in Part B of this Article FOURTH."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 29th day of June 2006.

IDERA PHARMACEUTICALS, INC.

By: /s/ Robert G. Andersen

Robert G. Andersen  
Chief Financial Officer,  
Vice President Operations