

CRITICAL THERAPEUTICS INC
Form SC 13G/A
February 13, 2008
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b),(c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)

(Amendment No. 1)¹

Critical Therapeutics, Inc.

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

22674T 10 5

(CUSIP Number)

December 31, 2007

Date of Event Which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

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Rule 13d-1(c)

Rule 13d-1(d)

¹The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

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CUSIP No. 22674T 10 5

Page 2 of 5 Pages

| | | | |
|-----|--|------------------------------|-----|
| 1) | Name of Reporting Person | Johnson & Johnson | |
| | I.R.S. Identification | 22-1024240 | |
| | No. of Above Person | | |
| | (Entities Only) | | |
| 2) | Check the Appropriate Box | (a) <input type="checkbox"/> | |
| | if a Member of a Group | (b) <input type="checkbox"/> | |
| 3) | SEC Use Only | | |
| 4) | Citizenship or Place | New Jersey | |
| | of Organization | | |
| | Number of | 5) Sole Voting | |
| | Shares Beneficially | Power | -0- |
| | Owned by Each | 6) Shared Voting | |
| | Reporting Person | Power | -0- |
| | With | 7) Sole Dispositive | |
| | | Power | -0- |
| | | 8) Shared Dispositive Power | -0- |
| 9) | Aggregate Amount Beneficially Owned | | |
| | by Each Reporting Person | -0- | |
| 10) | Check if the Aggregate Amount in Row | | |
| | (9) Excludes Certain Shares | | |
| | | <input type="checkbox"/> | |
| 11) | Percent of Class Represented by Amount | | |
| | in Row (9) | -0- | |
| 12) | Type of Reporting Person | CO | |

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CUSIP No. 22674T 10 5

Page 3 of 5 Pages

1) Name of Reporting Person Johnson & Johnson Development Corporation

I.R.S. Identification 22-2007137

No. of Above Person

(Entities Only)

2) Check the Appropriate Box (a)

if a Member of a Group (b)

3) SEC Use Only

4) Citizenship or Place New Jersey

of Organization

Number of 5) Sole Voting
Shares Beneficially Power -0-

Owned by Each 6) Shared Voting
Reporting Person Power -0-

With 7) Sole Dispositive
Power -0-

8) Shared Dispositive Power -0-

9) Aggregate Amount Beneficially Owned
by Each Reporting Person -0-

10) Check if the Aggregate Amount in Row
(9) Excludes Certain Shares

11) Percent of Class Represented by Amount
in Row (9) -0-

12) Type of Reporting Person CO

Amendment No. 1 to Schedule 13G (Final Amendment)

Reference is hereby made to the statement on Schedule 13G originally filed with the Securities and Exchange Commission on February 3, 2005 (the "Schedule 13G"). Terms defined in the Schedule 13G are used herein as so defined.

The following Items of the Schedule 13G are hereby amended and restated to read in their entirety as follows:

ITEM 4 - OWNERSHIP:

(a) Amount Beneficially Owned:

J&J: -0-

JJDC: -0-

(b) Percent of Class:

J&J: -0-

JJDC: -0-

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: -0-

(ii) shared power to vote or to direct the vote:

J&J: -0-

JJDC: -0-

(iii) sole power to dispose or to direct the disposition of: -0-

(iv) shared power to dispose or to direct the disposition of:

J&J: -0-

JJDC: -0-

ITEM 5 - OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

If this statement is being filed to report the fact that as of the date hereof the reporting persons have ceased to be the beneficial owners of more than five percent of the Common Stock, check the following X.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

JOHNSON & JOHNSON

By: /s/ DOUGLAS CHIA
Name: Douglas Chia

Title: Assistant Secretary

JOHNSON & JOHNSON DEVELOPMENT
CORPORATION

By: /s/ JAYNE ZALL
Name: Jayne Zall

Title: Secretary

Date: February 12, 2008