

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* BLIXT CHARLES A			2. Issuer Name and Ticker or Trading Symbol TARGACEPT INC [TRGT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/18/2006			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
C/O TARGACEPT, INC. 200 EAST FIRST STREET, SUITE 300			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	(City)	(State)	(Zip)						
WINSTON-SALEM	NC	27101							

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	04/18/2006		C		666,666 ⁽¹⁾	A	(2)	670,999	I	By R.J. Reynolds Tobacco Holdings, Inc. ⁽³⁾
Common Stock	04/18/2006		C		238,095 ⁽⁴⁾	A	(5)	909,094	I	By R.J. Reynolds Tobacco Holdings, Inc. ⁽³⁾

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	Title	Amount or Number of Shares				
Series A Convertible Preferred Stock	(2)	04/18/2006		C		5,000,000		(6)	(6)	Common Stock	666,666	(2)	0	I	By R.J. Reynolds Tobacco Holdings Inc. ⁽³⁾
Series C Convertible Preferred Stock	(5)	04/18/2006		C		1,652,893		(6)	(6)	Common Stock	238,095	(5)	0	I	By R.J. Reynolds Tobacco Holdings Inc. ⁽³⁾

Explanation of Responses:

- These securities were acquired upon conversion of shares of the issuer's Series A Convertible Preferred Stock upon completion of the issuer's initial public offering.
- Each share of Series A Convertible Preferred Stock converted into approximately 0.133 shares of the issuer's common stock. This conversion ratio reflects a 1 for 7.5 share reverse stock split of the issuer's common stock effected February 3, 2005.
- The reporting person is the President of R.J. Reynolds Tobacco Holdings, Inc. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- These securities were acquired upon conversion of shares of the issuer's Series C Convertible Preferred Stock upon completion of the issuer's initial public offering.
- Each share of Series C Convertible Preferred Stock converted into approximately 0.144 shares of the issuer's common stock. This conversion ratio reflects a 1 for 7.5 share reverse stock split of the issuer's common stock effected February 3, 2005.
- The Series A Convertible Preferred Stock and Series C Convertible Preferred Stock were convertible at any time, at the holder's election, and converted automatically upon completion of the issuer's initial public offering. These securities had no expiration date.

Remarks:

/s/ Peter A. Zorn, Attorney-in-Fact 04/18/2006

** 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.