

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-05-18** | Period of Report: **2004-05-14**

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REPORTING OWNER

HALL JOHN ROBERT

CIK: **1253115**

Type: **4** | Act: **34** | File No.: **000-21145** | Film No.: **04815175**

Mailing Address

1275 DRUMMERS LANE
SUITE 100
WAYNE PA 19087

Business Address

1275 DRUMMERS LANE
SUITE 100
WAYNE PA 19087

ISSUER

COVALENT GROUP INC

CIK: **856569** | IRS No.: **561668867** | State of Incorporation: **NV** | Fiscal Year End: **1231**

SIC: **8731** Commercial physical & biological research

Mailing Address

ONE GLENHARDIE
CORPORATE CENTER
1275 DRUMMERS LANE,
SUITE 100
WAYNE PA 19087

Business Address

ONE GLENHARDIE
CORPORATE CENTER
1275 DRUMMERS LANE STE
100
WAYNE PA 19087
6109759533

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person HALL JOHN ROBERT			2. Issuer Name and Ticker or Trading Symbol COVALENT GROUP INC [CVGR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP/Intn'l. Clinical Operations		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2004					
C/O COVALENT GROUP, INC., 1275 DRUMMERS LANE, SUITE 100			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) WAYNE, PA 19087								
(City)	(State)	(Zip)						

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	05/14/2004		M		10,300	A	\$2.5	10,300	D	
Common Stock	05/14/2004		S		10,300	D	\$3.92	0	D	

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option	\$2.5	05/14/2004		M		10,300		(1)	11/02/2005	Common Stock	55,000	(2)	44,700	D	

Explanation of Responses:

- 16,500 shares vested on November 3, 2000; 11,000 shares vested on each of November 3, 2001 and November 3, 2002; 8,250 shares vested on November 3, 2003; and 8,250 shares will vest on November 3, 2004.
- These shares represent a portion of a November 3, 2000 option grant for which there was no purchase price.

Signatures

John Hall

** Signature of Reporting Person

05/17/2004

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.