ALEXANDRA GLOBAL MASTER FUND LTD Form SC 13G

March 09, 2004

SCHEDULE 13G CUSIP NO. 09059N100

PAGE 1 OF 10 PAGES

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO.)*

Bioenvision, Inc. (Name of Issuer)

Common Stock, \$.001 par value (Title of Class of Securities)

09059N100 (CUSIP Number)

March 2, 2004 (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)
- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

*The 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 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G CUSIP NO. 09059N100

PAGE 2 OF 10 PAGES

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Alexandra Global Master Fund Ltd. (No I.R.S. ID Number)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A)[]

(B)[] (See Item 6)

_ ______ _

3 SEC USE ONLY

1 NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Alexandra Investment Management, LLC 13-4092583 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A)[]	Britis	h Virgin Islands
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		1,400,000 shares of Common Stock ((See Item 4)
9	AGGREGATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORT	ring person
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10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) []
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	7.33% (See Item 4)
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
	IN
SCHEDULE 13 CUSIP NO. 0	
Item 1(a).	Name of Issuer:
	Bioenvision, Inc.(the "Issuer")
Item 1(b).	Address of Issuer's Principal Executive Offices:
	509 Madison Avenue Suite 404
	New York, New York 10022
Item 2(a).	Names of Persons Filing:
	Alexandra Global Master Fund Ltd. ("Alexandra") Alexandra Investment Management, LLC ("Management") Mikhail A. Filimonov ("Filimonov") Dimitri Sogoloff ("Sogoloff")
Item 2(b).	Address of Principal Business Office:
	Alexandra - Citco Building, Wickams Cay, P.O. Box 662, Road Town, Tortola, British Virgin Islands Management - 767 Third Avenue, 39th Floor, New York, New York 10017 Filimonov - 767 Third Avenue, 39th Floor, New York, New York 10017 Sogoloff - 767 Third Avenue, 39th Floor, New York, New York 10017
Item 2(c).	Place of Organization or Citizenship:
	Alexandra - British Virgin Islands Management - Delaware Filimonov - U.S. Sogoloff - U.S.
Item 2(d).	Title of Class of Securities:
	Common Stock, \$0.001 par value per share of the Issuer (the "Common Stock")
Item 2(e).	CUSIP Number:
	09059N100

- Item 3. This Schedule is filed pursuant to Rule 13d-1(c) by Alexandra, Management, Filimonov and Sogoloff
- Item 4. Ownership:
 - (a) Amount Beneficially Owned:
 Alexandra: 1,400,000 shares*
 Management: 1,400,000 shares*
 Filimonov: 1,400,000 shares*
 Sogoloff: 1,400,000 shares*
 - (b) Percent of Class:

SCHEDULE 13G CUSIP NO. 09059N100

PAGE 7 OF 10 PAGES

Alexandra: 7.33%*
Management: 7.33%*
Filimonov: 7.33%*
Sogoloff: 7.33%*

(Based on 19,106,045 shares of Common Stock outstanding, as of January 20, 2004, as stated in the Issuer's 10QSB/A, dated February 18, 2004)

- (c) Number of Shares as to which the Person has:
 - (i) sole power to vote or to direct the vote

-0-

- (ii) shared power to vote or to direct the vote:
 - 1,400,000 shares of Common Stock*
- (iii) sole power to dispose or to direct the disposition of

-0-

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

1,400,0000 shares of Common Stock*

*Management serves as investment advisor to Alexandra. By reason of such relationship, Management may be deemed to share voting and dispositive power over the shares of Common Stock owned by Alexandra. Management disclaims beneficial ownership of the shares of Common Stock listed as beneficially owned by Alexandra or any other person reporting on this Schedule.

Filimonov serves as the Chairman, the Chief Executive Officer, a Managing Member and the Chief Investment Officer of Management. Sogoloff serves as the President, a Managing Member and the Chief Information Officer of Management. By reason of such relationships, each of Filimonov and Sogoloff may be deemed to share voting and dispositive power over the shares of Common Stock listed as beneficially owned by Management. Filimonov and Sogoloff each disclaims beneficial ownership of the shares of Common Stock listed as beneficially owned by Management or any other person reporting on this Schedule.

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable

Item 6. Ownership of More Than Five Percent on Behalf of Another

Person:

Not applicable

SCHEDULE 13G

CUSIP NO. 09059N100

PAGE 8 OF 10 PAGES

Item 7. Identification and Classification of the Subsidiary which

Acquired the Security Being Reported on by the Parent

Holding Company:

Not applicable

Item 8. Identification and Classification of Members of the Group:

Not applicable

Item 9. Notice of Dissolution of Group:

Not applicable

Item 10. Certification:

By signing below each signatory certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit I: Joint Filing Agreement, dated as of March 8, 2004, by and among Alexandra, Management, Filimonov and Sogoloff.

SCHEDULE 13G

CUSIP NO. 09059N100

PAGE 9 OF 10 PAGES

SIGNATURE

By signing below each signatory certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

ALEXANDRA GLOBAL MASTER FUND LTD.

By: ALEXANDRA INVESTMENT MANAGEMENT, LLC, Investment Advisor

By: /s/ Mikhail A. Filimonov

Mikhail A. Filimonov Title: Managing Member

ALEXANDRA INVESTMENT MANAGEMENT, LLC

By: /s/ Mikhail A. Filimonov

Mikhail A. Filimonov Title: Managing Member

/s/ Mikhail A. Filimonov

Mikhail A. Filimonov

/s/ Dimitri Sogoloff

Dimitri Sogoloff