UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No.)*

MannKind Corporation
(Name of Issuer)
Common Stock, \$0.1 par value per share
(Title of Class of Securities)
56400P 20 1
(CUSIP Number)
12/31/04
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
o Rule 13d-1 (b)
o Rule 13d-1 (c)

*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 the disclosures provided in a prior cover page.

☑ Rule 13d-1 (d)

The information required in 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 (however, see the notes).

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CUSIP No. 56400P 20 1	Page 2 of 10 Page

1.			f Reporting Person: I.R.S. Identification Nos. of above persons (entities only): D.E. MANN
2.	Che (a) (b)	0	he Appropriate Box if a Member of a Group:
3.	SEC	C Use	e Only:
4.			hip or Place of Organization: D STATES
N. 1		5.	Sole Voting Power: 16,035,522 (1)
Number Shares Beneficia	s ally	6.	Shared Voting Power:
Owned by Each Reporting Person With		7.	Sole Dispositive Power: 16,035,522 (1)
		8.	Shared Dispositive Power:
9.		grega)35,5	ate Amount Beneficially Owned by Each Reporting Person: 522
10.	Che o	eck if	f the Aggregate Amount in Row (9) Excludes Certain Shares:
11.	Per 48.9		of Class Represented by Amount in Row (9):
12.	Typ IN	e of :	Reporting Person:
(1) Include	es 16	2,396	6 shares issuable to Alfred E. Mann upon exercise of options to purchase common stock within 60 days of December 31, 2004. Page 2 of 10 pages

CUSIP No. 56400P 20 1 Pages

1.			Reporting Person: I.R.S. Identification Nos. of above persons (entities only): D.E. MANN LIVING TRUST		
2.	Che (a) (b)	0	e Appropriate Box if a Member of a Group:		
3.	SEC	: Use	Only:		
4.			nip or Place of Organization: STATES		
N. 1	C	5.	Sole Voting Power: 11,035,635		
Number of Shares Beneficially	lly	6.	Shared Voting Power:		
Owned by Each Reporting Person With		7.	Sole Dispositive Power: 11,035,635		
		8.	Shared Dispositive Power:		
9.	9. Aggregate Amount Beneficially Owned by Each Reporting Person: 11,035,635				
10.	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares: o				
11.	11. Percent of Class Represented by Amount in Row (9): 33.7%				
12.	Typ OO	e of F	Reporting Person:		
	Page 3 of 10 pages				

CUSIP No. 56400P 20 1 Page 4 of 10 Pages

1.			Reporting Person: D PARTNERS, LLC I.R.S. Identification Nos. of above persons (entities only):			
2.	Che (a) (b)	0	e Appropriate Box if a Member of a Group:			
3.	SEC	C Use	Only:			
4.			nip or Place of Organization: O STATES			
Namekan	- £	5.	Sole Voting Power: 2,420,496			
Number Shares Beneficia	lly	6.	Shared Voting Power:			
Owned by Each Reporting Person With	ng	7.	Sole Dispositive Power: 2,420,496			
		8.	Shared Dispositive Power:			
9.	9. Aggregate Amount Beneficially Owned by Each Reporting Person: 2,420,496					
10.	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares: 0					
11.	11. Percent of Class Represented by Amount in Row (9): 7.4%					
12.	Typ OO		Reporting Person:			
	Page 4 of 10 pages					

			Reporting Person: I.R.S. Identification Nos. of above persons (entities only): D PARTNERS II, LLC			
	Che (a) (b)	0	e Appropriate Box if a Member of a Group:			
3.	SEC	: Use	Only:			
4.	Citi: UN	zensh TED	nip or Place of Organization: STATES			
N. 1	c	5.	Sole Voting Power: 2,406,027			
Number of Shares Beneficial	lly	6.	Shared Voting Power:			
Owned by Each Reporting Person Wi	ng	7.	Sole Dispositive Power: 2,406,027			
		8.	Shared Dispositive Power:			
	9. Aggregate Amount Beneficially Owned by Each Reporting Person: 2,406,027					
	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares: 0					
	11. Percent of Class Represented by Amount in Row (9): 6.2%					
	12. Type of Reporting Person: OO					
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1.			Reporting Person: I. O LLC	R.S. Identification Nos. of above persons (entities only):	
2.	Che (a) (b)	0	e Appropriate Box if a Member of a Group:		
3.	SEC	Use	Only:		
4.	Citiz UNI	zensh TED	ip or Place of Organization: STATES		
NI I	ſ	5.	Sole Voting Power: 10,968		
Number of Shares Beneficially Owned by Each Reporting Person With	lly	6.	Shared Voting Power:		
	ıg		Sole Dispositive Power: 10,968		
		8.	Shared Dispositive Power:		
9.	9. Aggregate Amount Beneficially Owned by Each Reporting Person: 10,968				
10.	Che o	ck if 1	the Aggregate Amount in Row (9) Excludes Ce	ertain Shares:	
11.	11. Percent of Class Represented by Amount in Row (9): 0.03%				
12.	Type OO	e of R	Reporting Person:		
	Page 6 of 10 pages				

Item 1(a). Name of Issuer:

MannKind Corporation, a Delaware corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

28903 North Avenue Paine Valencia, CA 913551

Item 2(a). Name of Person Filing:

Alfred E. Mann

Alfred E. Mann Living Trust Biomed Partners, LLC Biomed Partners II, LLC

Mannco LLC

Item 2(b). Address of Principal Business Office or, if none, Residence:

28903 North Avenue Paine Valencia, CA 913551

Item 2(c). Citizenship:

United States

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

56400P 20 1

Item 3. Not applicable.

Item 4. Ownership.

(a) Amount Beneficially Owned:

16,035,522 shares, including (i) 162,396 shares issuable to Reporting Person upon exercise of options to purchase Common Stock within 60 days of 12/31/04, (ii) 11,035,635 shares held in the Alfred E. Mann Living Trust, (iii) 2,420,496 shares held by Biomed Partners, LLC, of which the Reporting Person has voting and dispositive power, (iv) 2,406,027 shares held by Biomed Partners II, LLC, of which the Reporting Person has voting and dispositive power, and (v) 10,968 shares held by Mannco LLC, of which the Reporting Person has voting and dispositive power.

(b) Percent of Class: 48.9%

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	(i) sole power to vote or to direct the vote: 16	5,035,522	
	(ii) shared power to vote or to direct the vote:	0	
	(iii) sole power to dispose or to direct the dispo	osition of: 16,035,522	
	(iv) shared power to dispose or to direct the dis	sposition of: 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 than five percent of the class of securities, check the following		orting person has ceased to be the beneficial owner of more
Item 6.	Ownership of More than Five Percent on Behalf of A	Another Person.	
	Not applicable		
Item 7.	Identification and Classification of the Subsidiary V	Which Acquired the Secu	urity 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.		
	Not applicable		
Exhibit A	: Joint Filing Statement		
		SIGNATURE	
After reas	onable inquiry and to the best of my knowledge and belief, I	certify that the information	on set forth in this statement is true, complete and correct.
Date: F	ebruary 14, 2005		
<u>-</u>		ALEDED E N	AANN LIVING TRUST
D	/-/ ALEDED E MANN		
Ву: _	/s/ ALFRED E. MANN Alfred E. Mann	By:	/s/ ALFRED E. MANN Alfred E. Mann, Trustee
	P	Page 8 of 10 pages	

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

By:	/s/ ALFRED E. MANN Alfred E. Mann, Authorized Signatory	Ву:	/s/ ALFRED E. MANN Alfred E. Mann, Authorized Signatory	
MAN	NCO, LLC			
By:	/s/ ALFRED E. MANN			

BIOMED PARTNERS II, LLC

BIOMED PARTNERS, LLC

Alfred E. Mann, Authorized Signatory

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Exhibit A

JOINT FILING STATEMENT

Pursuant to Rule 13d-1(f)(1), we, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date:	February 14, 2005			
		ALFRED E. MANN LIVING TRUST		
By:	/s/ ALFRED E. MANN	By: /s/ ALFRED E. MANN		
	Alfred E. Mann	Alfred E. Mann, Trustee		
BIOM	ED PARTNERS, LLC	BIOMED PARTNERS II, LLC		
By:	/s/ ALFRED E. MANN	By: /s/ ALFRED E. MANN		
	Alfred E. Mann, Authorized Signatory	Alfred E. Mann, Authorized Signatory		
MANI	NCO, LLC			
By:	/s/ ALFRED E. MANN			
	Alfred E. Mann, Authorized Signatory			

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