Edgar Filing: CARTER WILLIAM A - Form 4/A

CARTER WIL Form 4/A July 01, 2010	LIAM A										
FORM	4 UNITED	STATES					NGE	COMMISSIO	N OMB	PPROVAL 3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continu	Washington, D.C. 20549Number: 3235-0287Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESLanuary 31 2005Statement of Section 16. Form 4 or Form 5 obligations may continue. See InstructionStatement of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1935 or SectionStatement of the Securities Section 17(a) of the Public Utility Holding Company Act of 1940								January 31, 2005 average urs per		
(Print or Type Res	ponses)										
CARTER WILLIAM A Symbol HEMI			Symbol	EMISPHERX BIOPHARMA INC				5. Relationship of Reporting Person(s) to IssuerC (Check all applicable)			
(Last) 1617 JFK BLV				e of Earliest Transaction h/Day/Year) 1/2010			_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) below) CEO				
Filed(Mo			f Amendment, Date Original ed(Month/Day/Year) /01/2010				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
(City)	(State)	(Zip)	Tah	de I - Non-l	Derivative	Secu	rities A	Person	of. or Beneficia	llv Owned	
	Transaction Date Ionth/Day/Year)	Execution any	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, -	ies (A) o of (D 4 and (A) or	r)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Report	on a separate line	for each cl	ass of sec	urities bene	ficially ow	ned di	rectly o	or indirectly.			

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Options to buy Common Stock	\$ 0.66	06/11/2010		Р		500,000 (1)		06/11/2010	06/11/2010	Common Stock	500,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CARTER WILLIAM A 1617 JFK BLVD SUITE 660 PHILADELPHIA, PA 19103	Х	Х	CEO				

Signatures

William A. Carter	07/01/2010			
<u>**</u> Signature of Reporting Person	Date			

Explanation of Responses:

- * 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).
- (1) These options were incorrectly reported as shares on the prior Form 4. This amendment has been prepared to correctly report the acquisition of these options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.