

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K/A  
AMENDMENT NO. 1  
TO  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) September 17, 2003  
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EXEGENICS INC.

(Exact name of registrant as specified in its charter)

Delaware	00-26078	75-2402409
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

2110 Research Row  
Dallas, Texas 75235

(Address of principal executive  
offices including zip code)

(214) 358-2000

(Registrant's telephone number,  
including area code)

N.A.  
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(Former name or former address, if changed since last report)

ITEM 4. CHANGE IN REGISTRANT'S CERTIFYING ACCOUNTANT

The second paragraph of Item 4 of the Registrant's Current Report on Form 8-K dated September 19, 2003 is hereby amended and restated to read in its entirety as follows:

The reports of E&Y on the financial statements of the Registrant as of and for the fiscal years ended December 31, 2001 and 2002 contained no adverse opinion or disclaimer of opinion, nor were the reports qualified or modified as to uncertainty, audit scope or accounting principles. In connection with its audits for the fiscal years ended December 31, 2001 and December 31, 2002, and during the subsequent interim period that began on January 1, 2003 and ended on September 17, 2003, there were no disagreements with E&Y on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if they had occurred and not been resolved to the satisfaction of E&Y, would have caused E&Y to make reference to such disagreements in their reports on the financial statements for such years.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(a) Exhibits

- 16.1 Letter from Ernst & Young LLP to the Securities and Exchange Commission dated September 24, 2003

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXEGENICS INC.  
(Registrant)

Dated: September 24, 2003

By: /s/ Ronald L. Goode

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Ronald L. Goode  
Chairman, President and Chief  
Executive Officer

INDEX TO EXHIBITS

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Exhibit Number	Description
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<S>	<C>
16.1	Letter from Ernst & Young LLP to the Securities and Exchange Commission dated September 24, 2003
</Table>	

EXHIBIT 16.1

September 24, 2003

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

Gentlemen:

We have read Item 4 of Amendment No. 1 to Form 8-K dated September 24, 2003, of eXegenics Inc., and are in agreement with the statements contained therein. We have no basis to agree or disagree with other statements of the registrant contained therein.

/s/ Ernst & Young LLP  
Ernst & Young LLP