

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-KSB/A-1

ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 (Fee Required)

For the fiscal year ended December 31, 1996

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 (No Fee Required)

For the transition period from _____ to

Commission File No. 0-26918

Cytoclonal Pharmaceuticals Inc.

(Name of small business issuer in its charter)

Delaware

75-2402409

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

9000 Harry Hines Boulevard, Suite 330, Dallas, Texas 75235

(Address of principal executive offices)

(Zip Code)

Issuer's Telephone Number, including Area Code (214) 353-2922

Securities registered under Section 12(b) of the Exchange Act:

Title of each class	Name of each exchange on which registered
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N/A

N/A

Securities registered under Section 12(g) of the Exchange Act:

Common Stock \$.01 par value

(Title of Class)

Check whether the issuer: (1) filed all reports required to be filed by Section
13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter
period that the registrant was required to file such reports), and (2) has been
subject to such filing requirements for the past 90 days. Yes X No

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the
registrant caused this amended report to be signed on its behalf by the
undersigned, thereunto duly authorized.

CYTOCLONAL PHARMACEUTICS INC.

Dated: May 5, 1997

By: /s/ Arthur P. Bollon, Ph.D.

Arthur P. Bollon, Ph.D., President

In accordance with the Exchange Act, this report has been signed below by the following on behalf of the registrant and in capacities and on the dates indicated.

<TABLE>

<CAPTION>

Signature	Capacity	Date
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<S>	<C>	<C>
/s/ Arthur P. Bollon, ----- Arthur P. Bollon, Ph.D	Chairman, President, Chief Executive Officer and Director (principal executive officer)	May 5, 1997
/s/ Ira Gelb, M.D. ----- Ira Gelb, M.D.	Director	May 5, 1997
/s/ Irwin C. Gerson ----- Irwin C. Gerson	Director	May 5, 1997
/s/ Walter M. Lovenberg ----- Walter M. Lovenberg, Ph.D.	Director	May 5, 1997
/s/ Daniel Shusterman ----- Daniel Shusterman, J.D.	Vice President Operations, Treasurer and Chief Financial Officer (principal financial and accounting officer)	May 5, 1997

</TABLE>

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