

HOLLIS EDEN PHARMACEUTICALS INC /DE/  
Form 8-K  
April 23, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 22, 2009**

**HOLLIS-EDEN PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

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**000-24672**  
(Commission File No.)

**13-3697002**  
(IRS Employer Identification No.)

**4435 Eastgate Mall, Suite 400**

**San Diego, California 92121**

(Address of principal executive offices and zip code)

**Registrant's telephone number, including area code: (858) 587-9333**

**Not Applicable.**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.**

On April 22, 2009, the board of directors of Hollis-Eden Pharmaceuticals, Inc. (the Company ) approved an amendment to Article IV, Section 15 of the Company s Bylaws (the Bylaws ) effective immediately to include eligibility requirements for individuals nominated for election to the Company s board of directors.

The description of the amendment to the Bylaws is subject to, and qualified in its entirety by, the complete text of the amendment to the Bylaws, which is attached hereto as Exhibit 3.5 and incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

3.5 Amendment to Bylaws of Hollis-Eden Pharmaceuticals, Inc.

**SIGNATURE**

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.

**HOLLIS-EDEN PHARMACEUTICALS, INC.**

Dated: April 22, 2009

By: /s/ James M. Frincke  
James M. Frincke  
Interim Chief Executive Officer

**EXHIBIT INDEX**

3.5 Amendment to Bylaws of Hollis-Eden Pharmaceuticals, Inc.