

eXegenics Inc
 Form 4
 March 30, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Rubin Steven D

(Last) (First) (Middle)

4400 BISCAYNE BOULEVARD, 15TH FLOOR

(Street)

MIAMI, FL 33137

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 eXegenics Inc [EXEG]

3. Date of Earliest Transaction (Month/Day/Year)
 03/27/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 03/27/2007 | | A | V | Amount 4,095,581 (A) or (D) Price 4,095,581 | D | |
| Common Stock | | | | | 15,490,546 | I | See Footnote (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Warrants (Right to Buy) | \$ 0.6728 | 03/27/2007 | | A | 345,480 | (3) 03/27/2017 | Common Stock 345,480 |
| Warrants (Right to Buy) | \$ 0.8473 | 03/27/2007 | | A | 345,480 | (3) 03/27/2017 | Common Stock 345,480 |
| Warrants (Right to Buy) | \$ 1.0466 | 03/27/2007 | | A | 345,480 | (3) 03/27/2017 | Common Stock 345,480 |
| Warrants (Right to Buy) | \$ 0.4984 | 03/27/2007 | | A | 4,000,000 | (3) 03/27/2017 | Common Stock 4,000,000 |
| Warrants (Right to Buy) | \$ 0.0002 | 03/27/2007 | | A | 81,085 | (3) 01/11/2017 | Common Stock 81,085 |
| Warrants (Right to Buy) | \$ 38.54 | 03/27/2007 | | A | 6,487 | (3) 01/11/2017 | Common Stock 648,700 |
| Warrants (Right to Buy) | \$ 0.672 | 03/27/2007 | | A | 22,124 | (3) 03/27/2017 | Common Stock 22,124 |
| Warrants (Right to Buy) | \$ 0.8473 | 03/27/2007 | | A | 22,124 | (3) 03/27/2017 | Common Stock 22,124 |
| Warrants (Right to Buy) | \$ 1.0467 | 03/27/2007 | | A | 22,125 | (3) 03/27/2017 | Common Stock 22,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Rubin Steven D 4400 BISCAYNE BOULEVARD | X | | | |

15TH FLOOR
MIAMI, FL 33137

Signatures

/s/ Steven D.
Rubin

03/29/2007

**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) The reporting person acquired these securities in connection with the merger of Fropitx Corporation into a wholly-owned subsidiary of the issuer in exchange for securities of Fropitx held by the reporting person immediately before the merger. On the effective date of the merger the closing sales price of the issuer's common stock was \$3.28.

(2) These securities are owned directly by The Frost Group, LLC. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

(3) These warrants are immediately exercisable.

(4) These warrants were acquired by The Frost Group as part of the consideration paid by the issuer for a line of credit extended by The Frost Group to the issuer in connection with the merger.

(5) The Frost Group acquired these securities in connection with the merger of Acuity Pharmaceuticals, Inc. into a wholly-owned subsidiary of the issuer in exchange for securities of Acuity held by The Frost Group immediately before the merger. On the effective date of the merger the closing sales price of the issuer's common stock was \$3.28 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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