

OPEXA THERAPEUTICS, INC.

FORM 8-K (Current report filing)

Filed 12/13/04 for the Period Ending 12/07/04

Address	2635 TECHNOLOGY FOREST BLVD. THE WOODLANDS, TX 77381
Telephone	(281) 272-9331
CIK	0001069308
Symbol	OPXA
SIC Code	2834 - Pharmaceutical Preparations
Fiscal Year	12/31

PHARMAFRONTIERS CORP

FORM 8-K (Unscheduled Material Events)

Filed 12/13/2004 For Period Ending 12/7/2004

Address	2408 TIMBERLOCH PLACE, SUITE B-7 THE WOODLANDS, Texas 77380
Telephone	(281)272-9331
CIK	0001069308
Fiscal Year	12/31

UNITED STATES
SECURITIES 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): December 7, 2004

PHARMAFRONTIERS CORP.

(Exact name of registrant as specified in its charter)

Texas	000-25513	760333165
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(State of organization)	(Commission File Number)	(IRS Employer Identification No.)

835 Greens Parkway Suite 150 Houston, Texas	77067
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(Address of principal executive offices)	(Zip Code)

Registrant's Telephone Number, including area code: (281) 272-9331

Former name or former address, if changed since last report: Not Applicable

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 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

On December 7, 2004, PharmaFrontiers Corp. (the "Company") announced the resignation of Warren C. Lau as a member of the Board of Directors ("Board") for personal reasons, effective immediately. Mr. Lau served on the Board since March 2004 and was not a member of any board committees. Mr. Lau had no disputes or differences in opinion on any matter relating to the Company's operations, policies or practices.

On December 7, 2004, Tony Kamin was appointed to the Board to fill the vacancy created by Mr. Lau's resignation. As of the date of the filing of this report, it has not been determined which committee(s), if any, he will serve.

Mr. Kamin has not been involved with a related transaction or relationship as defined by Item 404(a) of Regulation S-B between the Company and him. Additionally, there is no arrangement or understanding between Mr. Kamin and any other person pursuant to which Mr. Kamin was selected as a director.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBIT

(c) Exhibits

The following exhibits are to be filed as part of this 8-K:

EXHIBIT NO. -----	IDENTIFICATION OF EXHIBIT -----
99.1	Exhibit "A" - Resignation of Warren C. Lau dated December 7, 2004
99.2	Press release dated December 13, 2004

SIGNATURES

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

PHARMAFRONTIERS CORP.

By: /s/ David McWilliams

David McWilliams, Chief Executive Officer

DATE: December 13, 2004

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Exhibit "A" - Resignation of Warren C. Lau dated December 7, 2004
99.2	Press Release dated December 13, 2004

Exhibit 99.1
EXHIBIT "A"

To the Board of Directors of PharmaFrontiers Corp. (the "Company"):

Effective December 7, 2004, I, Warren C. Lau, hereby resign as director of PharmaFrontiers Corp. I am resigning solely for personal reasons and have no disputes or differences in opinion on any matter relating to the Company's operations, policies or practices.

I have been provided with a copy of the Form 8-K disclosing my resignation, and I have no disagreement with any statements made in that disclosure.

By: /s/ Warren C. Lau

[LOGO]

For further information contact:

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PHARMAFRONTIERS NAMES TONY KAMIN TO BOARD

HOUSTON, December 13, 2004 - Cell therapy developer PharmaFrontiers Corporation (OTCBB:PFTR.OB) has elected Tony Kamin, to the company's Board of Directors. He is currently President of both Eastwood Investment Management and Interim Medical Management, and Chairman of the Board of Advisors of Devlab, the center for technology commercialization at Northwestern University.

"Tony's array of knowledge and experience with all elements of managing biotechnology ventures will be extremely valuable as we expand our business involving adult stem cell tissue regeneration technology," said PharmaFrontiers CEO David McWilliams.

Kamin serves as President of two companies. Eastwood Investment Management is a private equity multi-strategy and multi-asset class manager. Interim Medical Management provides a range of management services primarily in the biotechnology and medical device fields. From 1998 to 2003, Kamin was a venture partner with Venture Strategy Partners and played an instrumental role in the launch of their venture operations. He is a co-founder of Nobex Corporation (oral protein and peptide delivery) and Hi Fidelity Entertainment. He is currently Chairman of the Board of Advisors for Devlab, a center for technology commercialization at Northwestern University. He also serves on boards for Illinois Technology Enterprise Center (ITEC) in Chicago, Real American Restaurants, B2P.com, and The Cove School for children with learning disabilities. Kamin received a Masters Degree from Yale University in International Relations with a concentration in International Law.

With Kamin's election, the number of PharmaFrontiers board remains at six members as a result of the resignation of Warren Lau as a director.

PharmaFrontiers' strategy is to develop and commercialize cell therapies to treat several major disease areas such as cardiac and pancreatic conditions and Multiple Sclerosis (MS). The company holds the exclusive worldwide license from the U.S. Department of Energy's Argonne National Laboratory for the use of adult pluripotent stem cells derived from patients' own circulating blood. It also owns patented and proprietary individualized cell therapies that are in FDA Phase I/II human dose ranging clinical trials to evaluate their safety and effectiveness in treating MS.

This press release contains forward-looking statements about PharmaFrontiers within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, and pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. For example, statements in the future tense, words such as "anticipates", "estimates", "expects", "intends", "plans", "believes", and words and terms of similar substance used in connection with any discussion of future results, performance or achievements identify such forward-looking statements. Those forward-looking statements involve risks and uncertainties and are not guarantees of future results, performance or achievements, and actual results, performance or achievements could differ materially from the Company's current expectations as a result of numerous factors, including those risks more fully disclosed in the Company's filings with the U.S. Securities and Exchange Commission, including the Company's Report on Form 8-K dated June 4, 2004. The Company undertakes no obligation to revise or update any forward-looking statements in order to reflect events or circumstances that may arise after the date of this release.

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KEYWORDS:	Health & Medical, Finance, Stem Cells, Houston, Texas
COMPANIES:	PharmaFrontiers Corporation (OTCBB:PFTR.OB)

End of Filing

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