
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): 02/16/2010

Harbor BioSciences, Inc.

(Exact name of registrant as specified in its charter)

Commission File Number: -

DE
(State or other jurisdiction of
incorporation)

13-3697002
(IRS Employer
Identification No.)

4435 Eastgate Mall, Suite 400, San Diego, CA 92121
(Address of principal executive offices, including zip code)

858.587.9333
(Registrant's telephone number, including area code)

Hollis-Eden Pharmaceuticals, Inc.
(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))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

Effective February 9, 2010, we changed our name from Hollis-Eden Pharmaceuticals, Inc. to Harbor BioSciences, Inc. The name change was effected pursuant to Section 253 of the General Corporation Law of the State of Delaware by the merger of our wholly owned subsidiary into us. We were the surviving corporation and, in connection with the merger, we amended our Amended and Restated Certificate of Incorporation to change our name to Harbor BioSciences, Inc. pursuant to a Certificate of Ownership filed on February 9, 2010 with the Secretary of State of the State of Delaware, effective as of February 9, 2010. A copy of the Certificate of Ownership is attached hereto as Exhibit 3.1.

Effective February 18, 2010, our common stock will begin trading under a new NASDAQ symbol, "HRBR" and CUSIP number "41150V 103". Until such time, our common stock will continue to trade under the symbol "HEPH."

Item 9.01. Financial Statements and Exhibits

A copy of the Certificate of Ownership is attached hereto as Exhibit 3.1.

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.

Hollis-Eden Pharmaceuticals, Inc.

Date: February 16, 2010

By: /s/ Robert Weber

Robert Weber
Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
EX-3.1	Certificate of Ownership

CERTIFICATE OF OWNERSHIP

MERGING

H.E. ACQUISITION CORP.,

a Delaware corporation

INTO

HOLLIS-EDEN PHARMACEUTICALS, INC.,

a Delaware corporation

(PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF DELAWARE)

It is hereby certified that:

1. Hollis-Eden Pharmaceuticals, Inc. (the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of Common Stock of H.E. Acquisition Corp. ("Sub"), which is also a business corporation of the State of Delaware.
3. The Corporation hereby merges Sub into the Corporation and the Corporation shall be the surviving corporation in such merger.
4. The following is a copy of the resolutions adopted on January 29, 2010 by the Board of Directors of the Corporation to merge Sub into the Corporation:

WHEREAS, this Company lawfully owns all the issued and outstanding stock of H.E. Acquisition Corp., a Delaware corporation ("Subsidiary");

WHEREAS, this Company desires to merge Subsidiary into the Company pursuant to the laws of the state of Delaware;

WHEREAS, in connection with such merger, the Company will be the surviving corporation and shall assume all of the estate, property, rights, privileges and franchises of Subsidiary; and

WHEREAS, it is deemed in the best interests of this Company that this Board of Directors approve the merger of Subsidiary into the Company.

NOW, THEREFORE, BE IT RESOLVED, that this Company merge Subsidiary into the Company and shall assume all of Subsidiary's liabilities and obligations pursuant to Section 253 of the Delaware General Corporation Law;

FURTHER RESOLVED, that this Company change its corporate name by amending Article I of the Amended and Restated Certificate of Incorporation of this Company to read in its entirety as follows:

"I. The name of this corporation is Harbor BioSciences, Inc."

RESOLVED FURTHER, that the officers of this Company be, and each of them acting alone hereby is, authorized by and on behalf of this Company, to make, execute and deliver such other related agreements, certificates, instruments or documents as such officer or officers acting on behalf of this Company may approve, the execution of any such further amendments, agreements, certificates, instruments or documents by such officer or officers to be conclusive evidence of such approval; and

RESOLVED FURTHER, that the officers of this Company be, and each of them hereby is, authorized and directed to take such actions and to do all things which said officer or officers may deem necessary or appropriate to accomplish the merger.

5. The merger shall be effective upon the date of filing with the Secretary of State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its authorized officer this 29th day of January, 2010.

HOLLIS-EDEN PHARMACEUTICALS, INC.,

By: /s/ Robert Weber

Robert Weber, Chief Financial Officer