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PRO PHARMACEUTICALS INC  
Form 8-K  
June 23, 2004

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): June 23, 2004  
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PRO-PHARMACEUTICALS, INC.

-----  
(Exact Name of Registrant as Specified in its Charter)

Nevada

-----  
(State or Other Jurisdiction of Incorporation)

000-32877

-----  
(Commission File Number)

04-3562325

-----  
(IRS Employer Identification No.)

189 Wells Avenue, Newton, Massachusetts

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(Address of Principal Executive Offices)

02459

-----  
(Zip Code)

(617) 559-0033

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(Registrant's Telephone Number, Including Area Code)

Not Applicable

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(Former Name or Former Address, If Changed Since Last Report)

Item 5. Other Events and Regulation FD Disclosure  
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On June 23, 2004, Pro-Pharmaceuticals, Inc. issued a press release, which is attached hereto as Exhibit 99.1.

Item 7. Financial Statements and Exhibits  
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(c) Exhibits.

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99.1 Press Release of Pro-Pharmaceuticals, Inc. dated June 23, 2004

SIGNATURE

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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 thereunto duly authorized.

PRO-PHARMACEUTICALS, INC.

By: /s/ David Platt

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David Platt, Ph.D.  
President and Chief Executive Officer

Date: June 23, 2004