FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person – McIntosh David M				2. Issuer Name and Ticker or Trading Symbol REXAHN PHARMACEUTICALS, INC. [RNN]							S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X. Director 10% Owner								
(Last) (First) (Middle) C/O REXAHN PHARMACETICALS, INC., 15245 SHADY GROVE ROAD, SUITE 455				3. Date of Earliest Transaction (Month/Day/Year) 06/18/2012							x	Director Officer (give	title below)		% Owner ner (specify belo	w)			
(Street) ROCKVILLE, MD 20850				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line)X_Form filed by One Reporting PersonForm filed by More than One Reporting Person							
(Cit		(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1.Title of Security 2. Trans. (Instr. 3) Date			2. Transaction	2A. Deen Execution any (Month/E		ed Date, if	3. Tr Code (Instr	ansaction	4. (A	4. Securities Acc (A) or Disposed (Instr. 3, 4 and 5		uired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form:	Beneficial Ownership		
							C	ode V	Δm	mount	(A) or (D)	Price					(I) (Instr. 4)	(mstr. 1)	
Common Stock								oue v	A	inount	(D)	FIICE	2,80	0			I	By son	
Common Stock					2,800						I	By daughter							
Reminder:	Report on a	separate line for eac	h class of securities					Pers con form	sons taine n dis	who ed in t splays	his for	m are ently v	not r /alid	equired t OMB cor	of informa to respond ntrol numb	d unless th		1474 (9-02)	
	1	1	ı	(<i>e.g.</i> , pu		alls, war	rrants	s, options	, con	vertib	le secur	ities)				ı			
Derivative Conversion		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Fransaction of Code Deriv		tive ies ed	Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Owners Form of Derivati Security Direct (1 or Indire	Owners (Instr. 4	ect ial hip		
				Code	v	(A)	(D)	Date Exercisa	ible	Expir Date	ration	Title		Amount or Number of Shares					
Stock Options (right- to-buy)	\$ 0.38	06/18/2012		A		20,000	0	(1))	06/1	8/2022	Comi		20,000	\$ 0	20,000	D		
Stock Options (right- to-buy)	\$ 1.25							06/06/2	2012	06/0	6/2021	Com		20,000		20,000	D		
Stock Options (right- to-buy)	\$ 1.17							06/14/2	2011	06/14	4/2020	Comi		20,000		20,000	D		
Stock Options (right- to-buy)	\$ 1.28							06/01/2	2010	06/1	9/2019	Com Sto		20,000		20,000	D		
Stock Options (right- to-buy)	\$ 3.24							06/30/2	2009	06/3	0/2018	Comi Sto		20,000		20,000	D		
Stock Options (right- to-buy)	\$ 1.4							06/11/2	2008	06/1	1/2017	Comi		20,000		20,000	D		
Stock Options (right- to-buy)	\$ 1.2							05/01/2	2007	05/0	1/2016	Comi		20,000		20,000	D		
Stock																			

Options (right-	\$ 3				09/12/2006	09/12/2015	Common Stock	20,000	20,000	D	
Options (right- to-buy)	\$ 0.8				04/20/2007	04/20/2014	Common Stock	125,000	125,000	D	

Reporting Owners

D (1 0 N / 1)	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
McIntosh David M C/O REXAHN PHARMACETICALS, INC. 15245 SHADY GROVE ROAD, SUITE 455 ROCKVILLE, MD 20850	X							

Signatures

/s/ Tae Heum Jeong as attorney-in-fact for David M. McIntosh	06/20/2012
-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) These options vest and become exercisable in full on June 18, 2013

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.