

Alliqua, Inc.
Form 3/A
January 04, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
Â Harborview Advisors, LLC	(Month/Day/Year)	Alliqua, Inc. [HPLF.OB]
(Last) (First) (Middle)	05/11/2010	
850 THIRD AVENUE, SUITE 1801,Â		4. Relationship of Reporting Person(s) to Issuer
(Street)		(Check all applicable)
		_____ Director _____ 10% Owner
		_____ Officer _____ Other
		(give title below) (specify below)
NEW YORK,Â NYÂ 10022		5. If Amendment, Date Original Filed(Month/Day/Year)
(City) (State) (Zip)		05/21/2010
		6. Individual or Joint/Group Filing(Check Applicable Line)
		_____ Form filed by One Reporting Person
		__X__ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	35,794,498	I	See Footnotes (1) (2) (3) (4)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harborview Advisors, LLC 850 THIRD AVENUE, SUITE 1801 NEW YORK, NY 10022	Â	Â X	Â	Â
HARBORVIEW MASTER FUND LP HARBOUR HOUSE WATERFORD DRIVE PO BOX 972 TORTOLA, D8 00000	Â	Â X	Â	Â
Harborview Value Master Fund, L.P. 850 THIRD AVENUE, SUITE 1801 NEW YORK, NY 10022	Â	Â X	Â	Â

Signatures

HARBORVIEW MASTER FUND, L.P., By: Harborview	01/04/2011
__Signature of Reporting Person	Date
HARBORVIEW VALUE MASTER FUND, L.P., By: Harborview Advisors LLC, Its: General Partner, By: /s/ Richard Rosenblum, Name: Richard Rosenblum, Title: Managing Member	01/04/2011
__Signature of Reporting Person	Date
HARBORVIEW ADVISORS, LLC, By: /s/ Richard Rosenblum, Name: Richard Rosenblum, Title: Managing Member	01/04/2011
__Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This statement is jointly filed by and on behalf of each of Harborview Master Fund, L.P. ("Harborview Master Fund"), Harborview Value Master Fund, L.P. ("Harborview Value Master Fund") and Harborview Advisors, LLC ("Harborview Advisors"). Harborview Master Fund and Harborview Value Master Fund are the record and direct beneficial owners of the securities covered by this statement.

- (1) Harborview Advisors is the general partner of, and may be deemed to beneficially own securities owned by, each of Harborview Master Fund and Harborview Value Master Fund. Harborview Advisors and Harborview Value Master Fund were omitted from the original Form 3 filed by Harborview Master Fund and this Amendment is being filed to add Harborview Advisors and Harborview Value Master Fund as joint filers to the original Form 3.

- (2) Each reporting person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act") or otherwise, the beneficial owner of any securities covered by this statement. Each reporting person disclaims beneficial ownership of the securities covered by this statement, except to the extent of the pecuniary interest of such person in such securities.

- (3) Each reporting person may be deemed to be a member of a group with respect to the issuer or securities of the issuer for purposes of Section 13(d) or 13(g) of the Act. Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, a member of a group with respect to the issuer or securities of the issuer.

(4)

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Includes (a) 27,981,999 shares directly beneficially owned by Harborview Master Fund and (b) 7,812,499 shares directly beneficially owned by Harborview Value Master Fund.

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Remarks:

ExhibitÂ Index

ExhibitÂ 99.1Â Â JointÂ FilerÂ InformationÂ (furnishedÂ herewith)

ExhibitÂ 99.2Â Â JointÂ FilingÂ AgreementÂ (furnishedÂ herewith)

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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