

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

POST-EFFECTIVE AMENDMENT No. 1
TO FORM S-3

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

ACCESS PHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware	3841
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(State or Other Jurisdiction of Incorporation or Organization)	(Primary Standard Industrial Classification Code Number)

83-0221517

(I.R.S. Employer
Identification No.)

2600 Stemmons Freeway, Suite 176
Dallas, Texas 75207 (214) 905-5100

(Address, including zip code, and telephone number,
including area code, of registrant's principal executive offices)

Kerry P. Gray
President and Chief Executive Officer
Access Pharmaceuticals, Inc.
2600 Stemmons Freeway, Suite 176
Dallas, Texas 75207
(214) 905-5100

(Name, address, including zip code, and
telephone number, including area code, of agent for service)

with copies to:

John J. Concannon III
Bingham Dana LLP
150 Federal Street
Boston, MA 02110
(617) 951-8000

Approximate date of commencement of proposed sale to the public: As soon as practicable after this Registration Statement is declared effective.

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. //

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. //

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. /x/ 333-37786

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. //

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. //

This Post-Effective Amendment to the Registration Statement on Form S-3 is being filed to include the Consent of Independent Certified Public Accountants, Independent Auditors' Consent and Consent of Independent Auditors as Exhibit 23(b), Exhibit 23(c) and Exhibit 23(d), respectively, which were inadvertently not filed with the initial filing of the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, Texas, on this 22nd day of June, 2000.

ACCESS PHARMACEUTICALS, INC.
 By /s/ Kerry P. Gray

 Kerry P. Gray
 President and Chief Executive Officer, Director

Pursuant to the requirements of the Securities Act of 1933, the Registration Statement has been signed by the following person in the capacities and on the dates indicated.

<TABLE>
 <CAPTION>

Signature	Title	Date
----- <S> /s/ Kerry P. Gray -----	<C> President and Chief Executive Officer, Director	<C> June 22, 2000
*		
----- Herbert H. McDade, Jr.	Director	June 22, 2000
*		
----- J. Michael Flinn	Director	June 22, 2000
*		
----- Stephen B. Howell	Director	June 22, 2000
*		
----- Max Link	Director	June 22, 2000
*		
----- Howard P. Milstein	Director	June 22, 2000

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Richard Stone Director June 22, 2000

*

Preston Tsao Director June 22, 2000

/s/ Stephen B. Thompson

Stephen B. Thompson Vice President, June 22, 2000
 Chief Financial Officer,
 Treasurer

/s/ Kerry P. Gray

* by: Kerry P. Gray Attorney-in-fact June 22, 2000

</TABLE>

Exhibit Index

* 5.1 Opinion of Bingham Dana LLP

*23(a) Consent of Bingham Dana LLP (included in Exhibit 5.1)

23(b) Consent of Grant Thornton LLP

23(c) Consent of KPMG LLP

23(d) Consent of Smith Anglin & Co.

*26 Power of Attorney (Included in signature page to Registration
Statement No. 333-37786 on Form S-3 filed on May 24, 2000)

* - Previously filed.

EXHIBIT 23(b)

Consent Of Independent Certified Public Accountants

We have issued our report dated March 3, 2000 accompanying the consolidated financial statements of Access Pharmaceuticals, Inc. and subsidiaries appearing in the 1999 Annual Report of the Company on Form 10-K for the year ended December 31, 1999, which is incorporated by reference in this Registration Statement. We consent to the incorporation by reference in the Registration Statement of the aforementioned report.

/s/ Grant Thornton LLP

GRANT THORNTON LLP

Dallas, Texas
June 22, 2000

EXHIBIT 23(c)

Independent Auditors' Consent

The Board of Directors of
Access Pharmaceuticals, Inc.

We consent to the use of our report incorporated herein by reference and to the reference to our firm under the heading "Experts" in the prospectus.

Our report dated March 24, 1998 contains an explanatory paragraph that states that the Company has suffered recurring losses from operations and has a net capital deficiency, which raise substantial doubt about its ability to continue as a going concern. The consolidated financial statements do not include any adjustments that might result from the outcome of that uncertainty.

/s/ KPMG LLP

KPMG LLP

Dallas, Texas
June 22, 2000

EXHIBIT 23(d)

Consent of Independent Auditors

We consent to the use of our report, dated September 21, 1995, incorporated herein by reference and to the reference to our firm.

/s/ Smith Anglin & Co.

Smith Anglin & Co.

Dallas, Texas
June 22, 2000