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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>EMIGH JAMES F</u> (Last) (First) (Middle) <u>C/O ACURA PHARMACUTICALS, INC.</u> <u>616 N. NORTH COURT, SUITE 120</u> (Street) <u>PALATINE</u> <u>IL</u> <u>60067</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACURA PHARMACEUTICALS, INC [</u> <u>ACUR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP Marketing & Administration</u>	
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/21/2011</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>01/24/2011</u>		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/21/2011		M		6,225	A	\$1.3	166,225 ⁽¹⁾	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options	\$1.3	01/21/2011		M			6,225	01/01/2011 ⁽²⁾	03/09/2014 ⁽²⁾	Common Stock	6,225	⁽³⁾	18,675	D

Explanation of Responses:

1. Holdings include 116,625 Restricted Stock Units. Absent a change of control, shares of common stock will be distributed under the Restricted Stock Units (after payment of \$.01 par value per share) in three equal installments on January 1st of each of 2012, 2013 and 2014. If a change of control occurs, one share of common stock will be distributed for each outstanding Restricted Stock Unit (after payment of \$.01 per share par value) at or about the time of the change of control.
2. Option is exercisable with respect to 6,225 shares commencing January 1, 2011. Remaining portion of option is exercisable (absent a change of control) in three equal installments commencing on January 1 of each of 2012, 2013 and 2014, and each installment must be exercised in year in which it first becomes exercisable.
3. N/A

Remarks:

This Amendment is being filed to correct the total holdings of Mr. Emigh in Table I. The holdings and associated footote changed and now correctly reflect that Mr. Emigh holds 116,625 Restricted Stock Units.

/s/ James Emigh02/10/2011

** Signature of Reporting PersonDate

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

* 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).

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

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