

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: **October 30, 2009**
(Date of earliest event reported)

Oragenics, Inc

(Exact name of registrant as specified in its charter)

FL
(State or other jurisdiction
of incorporation)

001-38122
(Commission File Number)

59-3410522
(IRS Employer
Identification Number)

13700 Progress Blvd
(Address of principal executive offices)

32615
(Zip Code)

386-418-4018
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;
APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

At the Company's Annual meeting of shareholders, held on October 28, 2009 the shareholders approved the Second Amendment to our Amended and Restated 2002 Stock Option and Incentive Plan (the "Plan") to increase the available shares from 5,000,000 to 12,500,000 shares with all other terms of the Plan remaining the same. For a description of the Plan please see Proposal III in the Company's definitive proxy statement for its 2009 annual meeting of shareholders, filed with the Securities and Exchange Commission on September 30, 2009. A copy of this amendment is attached hereto as **Exhibits 10.1** and incorporated herein by reference.

Item 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR

At the Company's Annual meeting of shareholders held on October 28, 2009, the shareholders voted to authorize an amendment to our Articles of Incorporation to increase our authorized common shares from 100 million (100,000,000) shares to 300 million (300,000,000). All other provisions of the Articles of Incorporation remained in full force and effect. The Amended Articles of Incorporation have been filed with the Secretary of State of Florida. A copy of the amendment to the Articles of Incorporation is attached hereto as **Exhibit 10.2** and incorporated herein by reference.

Item 9.01 FINANCIAL INFORMATION AND EXHIBITS

(d) Exhibits.

<u>Number</u>	<u>Description</u>
10.1	Second Amendment to the Company's Amended and Restated 2002 Stock Option and Incentive Plan
10.2	Amended Articles of Incorporation

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on this 29th day of October, 2009.

ORAGENICS, INC.
(Registrant)

By: /s/ David B. Hirsch

David B. Hirsch
President and Chief Executive Officer

**SECOND AMENDMENT TO
AMENDED AND RESTATED
ORAGENICS, INC.
2002 STOCK OPTION AND INCENTIVE PLAN**

This Second Amendment to the Oragenics, Inc. (the "Company") Amended and Restated 2002 Stock Option and Incentive Plan is made pursuant to Section 5.1 of the Stock Option and Incentive Plan.

Recitals:

WHEREAS, the 2002 Stock Option and Incentive Plan was originally adopted by the Company and approved by the shareholders on September 17, 2002; and

WHEREAS, the shareholders approved the Amended and Restated 2002 Stock and Incentive Plan (the "Plan") at the Company's annual meeting on May 5, 2006.

WHEREAS, the shareholders approved the First Amendment to the Amended and Restated 2002 Stock and Incentive Plan (the "Plan") at the Company's annual meeting on April 8, 2008.

NOW THEREFORE, Section 5.1 titled "SHARES OF STOCK SUBJECT TO PLAN" is hereby amended as follows:

The reference to "5,000,000" is replaced with "12,500,000", to reflect an increase in the shares reserved for use under the Plan.

All other terms and conditions of the Amended and Restated 2002 Stock Option and Incentive Plan remain in full force and effect. The Second Amendment to the Amended and Restated 2002 Stock Option and Incentive Plan was approved by the Board of Directors on August 12, 2009 and submitted to the Company's shareholders for approval in connection with the Company's October 28, 2009 Annual Meeting.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ORAGENICS, INC.**

(Document Number P9600091949)

Pursuant to the provisions of Section 607.1006, Florida Statutes, Oragenics, Inc. (the "Corporation") has adopted the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Oragenics, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted by the Corporation:

The first paragraph of Article II of the Articles of Incorporation of the Corporation be and hereby is revoked, declared null and void and of no further effect and, in lieu thereof, the paragraph below is adopted, approved and ratified, with the remainder of Article II remaining unchanged:

"Capital Stock. The aggregate number of shares of all classes of capital stock which this Corporation shall have authority to issue is Three Hundred Twenty Million (320,000,000), consisting of (i) Three Hundred Million (300,000,000) shares of common stock, par value \$.001 per share (the "Common Stock"), and (ii) Twenty Million (20,000,000) shares of preferred stock, no par value (the "Preferred Stock")."

THIRD: The amendment was unanimously approved and adopted by the Corporation's Board of Directors on August 12, 2009 and approved and adopted by the shareholders on October 28, 2009. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, the President of the Corporation, has executed these Articles of Amendment this 28th day of October, 2009.

/s/ David B. Hirsch
David Hirsch, President
