

The Registrant has furnished Scillia Dowling & Natarelli LLC with a copy of this report and has requested it to furnish a letter addressed to the Securities and Exchange Commission stating whether Scillia Dowling & Natarelli LLC agrees with the above statements. A copy of this letter is attached as Exhibit 16 to

this Form 8-K.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

Exhibit Number -----	Description of Document -----
16	Letter from Scillia Dowling & Natarelli LLC to the Commission, dated February 25, 2002, concerning change in certifying accountant

2

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PRO-PHARMACEUTICALS, INC.
(Registrant)

By: /s/ David Platt

David Platt, President

Date: February 25, 2002

3

EXHIBIT INDEX

Exhibit Number -----	Description of Document -----
16	Letter from Scillia Dowling & Natarelli LLC to the Commission, dated February 25, 2002, concerning change in certifying accountant

4

[LETTERHEAD OF SCILLIA DOWLING & NATARELLI LLC]

Securities and Exchange Commission
450 5th Street, N.W.
Washington, D.C. 20549

Gentlemen:

We have read and agree with the comments in Item 4 of Form 8-K of
Pro-Pharmaceuticals, Inc. dated February 25, 2002.

/s/ Scillia Dowling & Natarelli LLC

Hartford, Connecticut
February 25, 2002