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CEL SCI CORP  
Form 8-K  
December 06, 2011

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 (date of earliest event reported): December 5, 2011

CEL-SCI CORPORATION

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(Exact name of Registrant as specified in its charter)

Colorado	0-11503	84-0916344
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(State or other jurisdiction of incorporation)	(Commission File No.)	(IRS Employer Identification No.)

8229 Boone Boulevard, Suite 802  
Vienna, Virginia 22182

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(Address of principal executive offices, including Zip Code)

Registrant's telephone number, including area code: (703) 506-9460

N/A

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(Former name or former address if changed since last report)

Item 1.02 Termination of a Material Definitive Agreement

On December 9, 2010 CEL-SCI Corporation (CEL-SCI) entered into an At the Market Issuance Agreement with McNicoll Lewis & Vlak LLC, or MLV, under which CEL-SCI may offer and sell shares of its common stock, having an aggregate offering price of up to \$30,000,000 million from time to time through MLV acting as agent and/or principal.

On December 5, 2011 CEL-SCI, per the terms of the agreement, CEL-SCI exercised its right to terminate the agreement.

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## SIGNATURES

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 hereunto duly authorized.

Date: December 5, 2011

CEL-SCI CORPORATION

By: /s/ Patricia Prichep

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Patricia Prichep, Senior Vice President  
of Operations