



Item 1.01

Entry into a Material Definitive Agreement.

On September 12, 2008, VioQuest Pharmaceuticals, Inc. (the “Company”) executed a secured promissory note (the “Note”) payable to Morgan, Lewis & Bockius, LLP (“MLB”), the Company’s legal counsel with respect to intellectual property matters, for \$527,849.50 representing outstanding legal fees and related expenses owed by the Company to MLB. The Note becomes due and payable upon the earlier of (a) certain liquidity events, including the receipt of funds from the Company’s sale of Unused Net Operating Losses (“NOL’s”) Carryover under the New Jersey Economic Development Authority’s Technology Business Tax Certificate Transfer Program, or (b) December 31, 2008 and is secured by any proceeds from such sale of NOL’s. The note does not bear interest.

Item 9.01

Financial Statements and Exhibits.

(d) *Exhibits*

| | <u>Exhibit No.</u> | <u>Description</u> |
|------|--------------------|---|
| 10.1 | | Secured Promissory Note dated September 12, 2008 granted to Morgan, Lewis & Bockius, LLP. |

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 hereunto duly authorized.

VioQuest Pharmaceuticals, Inc.

Date: September 15, 2008

By: /s/ Christopher P. Schnittker

Christopher P. Schnittker
Vice President & Chief Financial Officer