#### LEVANGIE DANIEL J Form 3/A August 04, 2010 UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549 OMB

### **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

### OMB APPROVAL

3235-0104 Number: January 31, Expires: 2005 Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> LEVANGIE DANIEL J			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol EXACT SCIENCES CORP [EXAS]						
(Last)	(First)	(Middle)	07/16/2010	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)			
C/O EXACT SCIENCES CORP., 441 CHARMANY DRIVE				(Check all applicable)			07/20/2010			
	(Street)			X Director Officer (give title below	Other		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting			
MADISON, WI 53719							Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - N	Non-Derivat	ive Securiti	es Bei	eneficially Owned			
1.Title of Securi (Instr. 4)	ty		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.	-			
Reminder: Report on a separate line for each class of securities owned directly or indirectly.				ially SI	EC 1473 (7-02	)				
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 control number.										

#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)	

Shares

or Indirect (I) (Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
LEVANGIE DANIEL J C/O EXACT SCIENCES CORP. 441 CHARMANY DRIVE MADISON, WI 53719	ÂX	Â	Â	Â		
Signatures						
/s/ Daniel J. Levangie by Mark Bu attorney-in-fact	08/04/2010					
**Signature of Reporting Perso	Date					
Evaluation of Responses:						

# **Explanation of Responses:**

### No securities are beneficially owned

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).

## Â

## **Remarks:**

This amendment is being filed to reflect the attached Power of Attorney.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.