

CESPEDES EDWARD A
Form 4
December 26, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CESPEDES EDWARD A

(Last) (First) (Middle)
2688 NW 29TH TERR., BLDG. 13
(Street)

OAKLAND PARK, FL 33311

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PayMeOn, Inc. [PAYM]

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				Code	V				Amount
Common Stock	11/16/2017		P		500	A \$ 0.309	14,084,692	D	
Common Stock	12/04/2017		G ⁽¹⁾		40,000	D ⁽³⁾	14,044,692	I	See footnote ⁽¹⁾
Common Stock	12/04/2017		G ⁽²⁾		10,000	D ⁽³⁾	14,034,692	I	See footnote ⁽²⁾
Common Stock	12/21/2017		P		500	A \$ 0.52	14,035,192	D	
	12/22/2017		P		200	A	14,035,392	D	

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Common Stock \$ 0.5189

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CESPEDES EDWARD A 2688 NW 29TH TERR. BLDG. 13 OAKLAND PARK, FL 33311	X	X	Chief Executive Officer	
EDWARD A. CESPEDES REVOCABLE TRUST DATED AUGUST 22, 2007 2688 NW 29TH TERR. BLDG. 13 OAKLAND PARK, FL 33311		X		

Signatures

/s/ Edward A. Cespedes 12/26/2017
 **Signature of Reporting Person Date

/s/ Edward A. Cespedes Revocable Trust dated August 22, 2007 12/26/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) Represents gift of shares as follows: 40,000 shares to Trustees of Columbia University. Gifted securities held by Edward A. Cespedes Revocable Trust Dated August 22, 2007 ("Cespedes Trust"). Edward A. Cespedes is the sole trustee of the Cespedes Trust.
- (2) Represents gift of shares to an unrelated third party. Gifted securities held by Edward A. Cespedes Revocable Trust Dated August 22, 2007 ("Cespedes Trust"). Edward A. Cespedes is the sole trustee of the Cespedes Trust.
- (3) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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