

CESPEDES EDWARD A
Form 4
July 19, 2018

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2018

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Former Chief Executive Officer

OAKLAND PARK, FL 33311

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	02/02/2018		P	1,000 A \$ 0.499	13,994,192 (1)	D	
Common Stock	02/07/2018		P	500 A \$ 0.37	13,994,692	D	
Common Stock	02/23/2018		P	500 A \$ 0.498	13,995,192	D	
Common Stock	02/26/2018		P	500 A \$ 0.44	13,995,692	D	
Common Stock	03/07/2018		P	500 A \$ 0.448	13,996,192	D	

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Common Stock	03/08/2018	P	200	A	\$ 0.4189	13,996,392	D
Common Stock	03/15/2018	P	250	A	\$ 0.4	13,996,642	D
Common Stock	03/15/2018	P	250	A	\$ 0.3999	13,996,892	D

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

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(9-02)

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 Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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				Former Chief Executive Officer

Signatures

/s/ Edward A. Cespedes 07/18/2018

**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) Amount includes additional 5,500 shares that were included as clerical error correction in amendment to Form 4 filing made on 11/16/2017.

Remarks:

Mr. Cespedes resigned as chairman, chief executive and principal financial officer for the Company and its subsidiaries on Ap

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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