#### Edgar Filing: Ponce de Leon Ignacio - Form 4

Ponce de Le Form 4	C										
April 20, 20 <b>FORN</b> Check th if no lon subject to Section Form 4 of Form 5 obligation may com <i>See</i> Instri 1(b).	<b>A 4</b> UNITED his box lis box sger o 16. or Filed pur Section 17(	<b>IENT OF</b> rsuant to Se a) of the Pt	COMB APPROVALTATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549OMB Number: January 31, 2005ENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESExpires: 2005uant to Section 16(a) of the Securities Exchange Act of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940OMB APPROVAL								
(Print or Type											
1. Name and A Ponce de L	S (						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 295 MADISON AVENUE, 12TH FLOOR			3. Date of Earliest Transaction (Month/Dav/Year)					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chief Operating Officer			
NEW YOR		Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative Sec	uritie	s Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemee Execution I any (Month/Day	Date, if	Code	4. Securities A our Disposed o (Instr. 3, 4 and	f (D)	ed (A)	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)	
Common stock	05/12/2011			Code V $A^{(1)}$	Amount 4,000,000	(D) A	Price \$ 0.02	(1150: 3 and 4)	D		
Common stock	10/06/2011			A <u>(1)</u>	4,000,000	А	\$ 0.02	16,000,000	D		
Common stock	12/19/2011			G	2,000,000	D	\$ 0 (2)	14,000,000	D		

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

Persons who respond to the collection of<br/>information contained in this form are not<br/>required to respond unless the formSEC 1474<br/>(9-02)

#### Edgar Filing: Ponce de Leon Ignacio - Form 4

# displays a currently valid OMB control number.

## 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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 an	f Derivative g Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Amo or Title Nun of Shar		

## **Reporting Owners**

Reporting Owner N	Relationships						
	Director	10% Owner	Officer	Other			
Ponce de Leon Ignacio 295 MADISON AVENU NEW YORK, NY 1001	Х		Chief Operating Officer				
Signatures							
/s/Ignacio Ponce de Leon	04/20/2012						
**Signature of Reporting Person	Date						
Explanation o	f Doononoo	<b>\\\</b>					

## **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) Shares issued per employment agreement.
- (2) Bona fide gift.

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.