Edgar Filing: PORTNOY DAVID - Form 4

| PORTNOY I Form 4 | DAVID | | | | | | | | | | |
|--|---|---|--------------------------------|---------------------------------------|---------------------|--------|---------|--|--|-------------|--|
| February 29, | | | | | | | | | | PPROVAL | |
| FORM 4 UNITED STATES SECUR | | | | RITIES AND EXCHANGE COMMISSION | | | | | | 3235-0287 | |
| Check thi | is box | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O 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 Sect | | | | | | | Number: | January 31, | |
| if no long subject to Section 1 Form 4 of Form 5 obligation may cont <i>See</i> Instru 1(b). | 6. r Filed pur ^{ns} Section 17(| | | | | | | | Expires. 2005 Estimated average burden hours per response 0.5 | | |
| (Print or Type F | Responses) | | | | | | | | | | |
| PORTNOY DAVID Symbol | | | | Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (First) (Middle) 3. Date of (Month/Da | | | | f Earliest Transaction Day/Year) | | | | _X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) | | | |
| SUITE 1800 | | ۷D., | 02/28/20 |)12 | | | | Co-Chie | f Executive Of | ficer | |
| | | | | ndment, Date Original th/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person | | | |
| OLDSMAR | , FL 34677 | | | | | | | Form filed by M Person | More than One Ro | eporting | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative S | ecuri | ies Acq | uired, Disposed o | f, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Executio any | med n Date, if Day/Year) | Code | on(A) or Dis (D) | sposed | of | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock | 02/28/2012 | | | Р | 18,000 | А | \$2 | 18,000 | D | | |
| Common Stock | | | | | | | | 199,080 | I | By IRA | |
| Common Stock | | | | | | | | 100 | D | | |
| Common Stock | | | | | | | | 199,738 | I | by LLC (1) | |
| Common Stock | | | | | | | | 51,678 | Ι | By Spouse | |

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| ~ | | | | | | | | | | |
|--|--------|--|---|--|---|---------------------|--------------------|-----------------|----------------------------------|--|
| Common Stock | | | | | | 4,854 | Ι | As Cu Son | st for | |
| Common Stock | | | | | | 4,000 | Ι | As Cu Daugh | | |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form 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) | | | | | | | | | | |
| Security or E (Instr. 3) Pric Der | | 3. Transaction Date Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactic Code (Instr. 8) | 5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | s 1 1 | | ecurities | 8. P Der Sec (Ins | |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Options | 5 1.72 | | | | | 12/01/2011 | 12/01/2021 | Common Stock | 200,000 | |
| Stock Options | \$ 2.9 | | | | | 08/31/2011 | 08/31/2021 | Common Stock | 100,000 | |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|---|------------|---------------|-----------|----------------------------------|-------|--|--|
| | | Director | 10% Owner | Officer | Other | | |
| PORTNOY DAVID 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | Х | | Co-Chief Executive Officer | | | |
| Signatures | | | | | | | |
| /s/ David Portnoy | 02/29/2012 | | | | | | |

<u>**</u>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).
- Shares of common stock held by Mayim Investment Limited Partnership, as to which David Portnoy may be deemed the beneficial owner
 (1) as the managing member and owner of Mayim Management, LLC, which is the general partner of Mayim Management Limited
 Partnership, which is the general partner of Mayim Investment Limited Partnership.
- (2) Stock options vest at a rate of 1/3 per year commencing on December 1, 2011
- (3) Stock options vest at a rate of 1/3 per year commencing on August 31, 2011.

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.