Marathon Patent Group, Inc.

Form 4

December 15, 2014

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

Check this box

if no longer subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Marathon Patent Group, Inc.

(Print or Type Responses)

1. Name and Address of Reporting Person * Stetson John

(Last)

(City)

Common

Common

Stock

1(b).

(First)

11100 SANTA MONICA BLVD., STE. 380

(Street)

LOS ANGELES, CA 90025

(State)

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 11/06/2014

Symbol

[MARA]

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

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

VICE PRESIDENT AND SECRETARY

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

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

(D) or

Indirect (I)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

(Zip)

11/06/2014

11/06/2014 Stock

4. Securities Acquired 5. Amount of 3. Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

or Code V (D) Amount \mathbf{C} 23,077 A

7,692

 \mathbf{C}

Α (1)

Price

<u>(1)</u>

Securities Beneficially Owned Following Reported Transaction(s)

73,346

7,692

(Instr. 4) (Instr. 3 and 4)

Ι

I

See footnote (2)

6. Ownership 7. Nature of

Form: Direct Indirect

See footnote (3)

Beneficial

Ownership

(Instr. 4)

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

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SEC 1474 (9-02)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Convertible Preferred Stock	<u>(1)</u>	11/06/2014		С	23,077	<u>(1)</u>	<u>(1)</u>	Common Stock	23,077
Series A Convertible Preferred Stock	<u>(1)</u>	11/06/2014		C	7,692	<u>(1)</u>	<u>(1)</u>	Common Stock	7,692

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stetson John 11100 SANTA MONICA BLVD., STE. 380 LOS ANGELES, CA 90025

VICE PRESIDENT AND SECRETARY

Signatures

/s/ John Stetson 11/12/2014

**Signature of Person Date

Reporting Person

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) The Series A Convertible Preferred Stock automatically converted into the issuer's common stock on a one-for-one basis and had no expiration date.
- (2) Held by Stetson Capital Investments, Inc.
- (3) Held by Stetson Capital Investments, Inc. Retirement Plan.

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.

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