

Marathon Patent Group, Inc.
Form 4
May 23, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
FEINBERG JEFF

2. Issuer Name and Ticker or Trading Symbol
**Marathon Patent Group, Inc.
[MARA]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20,600 NORTHRIDGE ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/03/2017

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

CHATSWORTH, CA 91311

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$0.0001 par value per share | 04/03/2017 | | S | | 29,726 | D | \$ 0.922 (2) |
| | | | | | | | 2,638,558 |
| | | | | | | | I |
| | | | | | | | See FN (1) |
| Common Stock, \$0.0001 par value per share | 04/05/2017 | | S | | 1,178 | A | \$ 0.93 (3) |
| | | | | | | | 2,637,380 |
| | | | | | | | I |
| | | | | | | | See FN (1) |
| Common Stock, | 04/10/2017 | | S | | 24,100 | A | \$ 0.8527 |
| | | | | | | | 2,613,280 |
| | | | | | | | I |
| | | | | | | | See FN (1) |

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| | | | | | | | | |
|--------------------------------------------------------|------------|---|---------|---|---------------------|-----------|---|------------|
| \$0.0001 par value per share | | | | | (4) | | | |
| Common Stock, \$0.0001 par value per share | 04/13/2017 | S | 16,183 | A | \$ 0.85 (5) | 2,597,097 | I | See FN (1) |
| Common Stock, \$0.0001 par value per share | 04/19/2017 | S | 15,800 | A | \$ 0.5699 (6) | 2,581,297 | I | See FN (1) |
| Common Stock, \$0.0001 par value per share | 05/16/2017 | S | 51,962 | A | \$ 0.3086 (7) | 2,529,335 | I | See FN (1) |
| Common Stock, \$0.0001 par value per share | 05/19/2017 | S | 180,533 | A | \$ 0.2706 (8) | 2,348,802 | I | See FN (1) |
| Common Stock, \$0.0001 par value per share | 05/22/2017 | S | 100,000 | A | \$ 0.1725 (9) | 2,248,802 | I | See FN (1) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|

| | | | | |
|------|-------------|------------|-------|--------|
| | Date | Expiration | Title | Amount |
| | Exercisable | Date | | or |
| | | | | Number |
| | | | | of |
| Code | V | (A) | (D) | Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FEINBERG JEFF 20,600 NORTHRIDGE ROAD CHATSWORTH, CA 91311 | | X | | |

Signatures

/s/ Jeffrey L.
Feinberg

05/23/2017

**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) Shares held by the Jeffrey L. Feinberg Personal Trust (the "Trust"). The reporting person is the trustee and a beneficiary of the Trust. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.89 to \$1.02 per share. The reporting person undertakes to provide Marathon Patent Group, Inc., any security holder of Marathon Patent Group, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each price within the range set forth for each transaction reported herein.
 - (2) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.89 to \$0.98 per share.
 - (3) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.81 to \$1.02 per share.
 - (4) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.82 to \$0.86 per share.
 - (5) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.52 to \$0.663.
 - (6) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.283 to \$0.36.
 - (7) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.2481 to \$0.39.
 - (8) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.1623 to \$0.295.
 - (9)

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.