

Edgar Filing: OptimizeRx Corp - Form SC 13G

OptimizeRx Corp  
Form SC 13G  
April 29, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_\_\_) \*

OptimizeRx Corporation  
(Name of Issuer)  
Common stock, par value \$0.001 per share  
(Title of Class of Securities)

68401U105  
(CUSIP Number)

Harvey L. Poppel  
110 El Mirasol  
Palm Beach, Florida 33480  
561-653-8000

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

April 25, 2014  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which  
this Schedule is filed: under Rule 13d-1(b)

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Harvey L. Poppel

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (1)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Florida, U.S.

5. SOLE VOTING POWER

6. SHARED VOTING POWER

1,235,650 (2)

7. SOLE DISPOSITIVE POWER

8. SHARED DISPOSITIVE POWER

1,235,650 (2)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,235,650 (2)

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.42% (3)

12. TYPE OF REPORTING PERSON

IN

(1) This Schedule 13G is filed by Harvey L. Poppel on behalf of  
Harvey L. Poppel,

Harvey L. Poppel IRA, Dr. Clinton S. Poppel and Poptech, LP  
a Family Limited Partnership controlled by Harvey L. & Emily A. Poppel.  
Harvey L. Poppel expressly disclaims status as a group for purposes  
of this Schedule 13G.

(2) This total which includes 1,183,400 common shares and 52,250 warrants  
convertible to common shares are held directly by Harvey L Poppel,  
Harvey L. Poppel IRA, Dr. Clinton S. Poppel and Poptech, LP  
a Family Limited Partnership controlled by Harvey L. & Emily A. Poppel  
who are the sole members of Poptech, LLC. Poptech, LLC is the sole  
General Partner of Poptech, LP.

Poptech, LLC does not directly own any securities of the Issuer.

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Poptech, LLC may be deemed to have shared power to vote or direct the vote of, and to dispose or direct the disposition of, the securities of the Issuer held by Poptech, LP but disclaim

beneficial ownership except to their pecuniary interest therein

(3) This percentage is calculated based upon 22,809,586 voting shares of the Issuers common stock outstanding as of March 31, 2014, as reported in the Issuers Form S-1 for the period Dated April 9, 2014 as filed with the Securities and Exchange Commission.

Item 1. (a) Name of Issuer

OptimizeRx Corporation

(b)Address of Issuers Principal Executive Offices

400 Water St.

Ste. 200

Rochester, Michigan 48307

Item 2. (a) Name of Person Filing

Harvey L. Poppel

(b) Address of the Principal Office or, if none, residence

110 El Mirasol

Palm Beach, Florida, 33480

(c) Citizenship U.S.

(d) Title of Class of Securities

Common stock, par value \$0.001 per share

(e) CUSIP Number

68401U105

Item 3. Not Applicable

Item 4. Ownership.

(a) Amount beneficially owned: 1,235,650 (1)

(b) Percent of class: 5.42 % (2)

(c) Number of shares as to which the person has

(i) Sole power to vote or to direct the vote

(ii) Shared power to vote or to direct the vote 1,235,650 (1)

(iii) Sole power to dispose or to direct the disposition of

(iv) Shared power to dispose or to direct the disposition of 1,235,650 (1)

(1) This total which includes 1,183,400 common shares and 52,250 warrants convertible to common shares are held directly by Harvey L Poppel,

Harvey L. Poppel IRA, Dr. Clinton S. Poppel and

Poptech, LP a Family Limited Partnership controlled by

Harvey L. & Emily A. Poppel who are the sole members of Poptech, LLC.

Poptech, LLC is the sole General Partner of Poptech, LP.

Poptech, LLC does not directly own any securities of the Issuer.

Poptech, LLC may be deemed or direct the vote of, and to dispose

or direct the disposition of, the securities of the Issuer held by Poptech, LP but disclaim beneficial ownership except to their pecuniary interest therein.

(2) This percentage is calculated based upon 22,809,586 voting shares of the Issuers common stock outstanding as of March 31, 2014,

as reported in the Issuers Form S-1 for the period Dated April 9, 2014

as filed with the Securities and Exchange Commission.

Item 5. Ownership of Five Percent or Less of a Class. Not applicable

Item 6. Ownership of More than Five Percent on Behalf of

Another Person. Not applicable

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Item 7. Identification and Classification of the Subsidiary  
Which Acquired the Security  
Being Reported on By the Parent Holding Company. Not applicable

Item 8. Identification and Classification of Members of  
the Group. Not applicable

Item 9. Notice of Dissolution of Group. Not applicable

Item 10. Certification. By signing below I certify that,  
to the best of my knowledge and belief, the securities  
referred to above were not acquired and are not held  
for the purpose of or with the effect of changing or  
influencing the control of the issuer of the securities  
and were not acquired and are not held in connection  
with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief,  
I certify that the information set forth in this statement is true,  
complete and correct.

EXECUTED this 28th day of APRIL, 2014

HARVEY L. POPPEL

HARVEY L. POPPEL