

LEINWAND JONATHAN
Form 5
May 18, 2010

FORM 5

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

OMB APPROVAL

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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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
LEINWAND JONATHAN

2. Issuer Name and Ticker or Trading Symbol
Sanswire Corp. [SNSR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
Former CEO/Director

(Last) (First) (Middle)
17501 BISCAYNE BLVD., SUITE 430
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

AVENTURA, FL US 33160

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Amount | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------------------|------------|--|--|--|
| Common Shares | 05/29/2009 | Â | A | 8,000,000 | A | \$ ⁽¹⁾ | 10,876,752 | D | Â | |
| Common Shares | 12/29/2009 | Â | A | 11,876,752 | A | \$ ⁽¹⁾ | 11,876,752 | D | Â | |

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|---------------|-----------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
| Options to Purchase Common Stock | \$ 0.073 | 12/30/2009 | ^ | A | 2,000,000 | ^ | 12/30/2009 | 12/30/2012 | Common Shares | 2,000,000 |
| Options to Purchase Common Stock | \$ 0.045 | 05/06/2009 | ^ | A | 5,555,555 | ^ | 05/06/2009 | 05/16/2012 | Common | 5,555,555 |
| Series E Preferred Shares | \$ 0.105 | 05/05/2009 | ^ | A | 50,978 | ^ | 05/05/2009 | ^ (2) | Common | 50,978 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|---------------------|
| | Director | 10% Owner | Officer | Other |
| LEINWAND JONATHAN 17501 BISCAYNE BLVD. SUITE 430 AVENTURA, FL US 33160 | ^ | ^ | ^ | Former CEO/Director |

Signatures

Jonathan Leinwand 05/18/2010

__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) All common shares and options were acquired incident to Mr. Leinwand's employment agreement.
- (2) The Series E Preferred Shares have no expiration date.

^
Remarks:
 Mr. ^ Leinwand ^ resigned ^ as ^ an ^ officer ^ and ^ director ^ of ^ Sanswire ^ Corp. ^ on ^ August ^ 6, ^ 2009

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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