

GOLDFIELD CORP
Form 4
August 21, 2007

FORM 4

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).

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 *
MARINO AL M

(Last) (First) (Middle)

1483 MAIN ST

(Street)

WEYMOUTH, MA 02190

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GOLDFIELD CORP [GV]

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 08/17/2007 | | P | V 10,000 (1) A \$ 0.67 | 290,000 (2) | D | |
| Common Stock | 08/17/2007 | | P | V 4,000 (1) A \$ 0.65 | 294,000 (2) | D | |
| Common Stock | 08/17/2007 | | P | V 7,000 A \$ 0.67 | 301,000 (2) | I | By Daughter (3) |
| Common Stock | 08/17/2007 | | P | V 7,000 A \$ 0.67 | 308,000 (2) | I | By Daughter (4) |
| Common | 08/17/2007 | | P | V 796 (5) A \$ | 440,796 (5) | I | By the |

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| | | | | | | | | | |
|--------------|------------|---|---|------------------------------|------|---------|------------------------|---|-----------------------------|
| Stock | | | | | 0.65 | | | | Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>11,604</u> ⁽⁵⁾ | A | \$ 0.67 | 452,400 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>500</u> ⁽⁵⁾ | A | \$ 0.68 | 452,900 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>23,900</u> ⁽⁵⁾ | A | \$ 0.69 | 476,800 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>6,500</u> ⁽⁵⁾ | A | \$ 0.7 | 483,300 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>20,100</u> ⁽⁵⁾ | A | \$ 0.71 | 503,400 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>28,200</u> ⁽⁵⁾ | A | \$ 0.72 | 531,600 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/17/2007 | P | V | <u>50,000</u> ⁽⁵⁾ | A | \$ 0.73 | 581,600 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/20/2007 | P | V | <u>4,500</u> ⁽⁵⁾ | A | \$ 0.71 | 586,100 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/20/2007 | P | V | <u>9,600</u> ⁽⁵⁾ | A | \$ 0.75 | 595,700 ⁽⁵⁾ | I | By the Estate of Melba Ford |
| Common Stock | 08/20/2007 | P | V | <u>4,300</u> ⁽⁵⁾ | A | \$ 0.76 | 600,000 ⁽⁵⁾ | I | By the Estate of Melba Ford |

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)

| 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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MARINO AL M 1483 MAIN ST WEYMOUTH, MA 02190 | | X | | |

Signatures

/s/ Al M. Marino 08/21/2007
 **Signature of 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) Shares of common stock held in a self-directed IRA.
- (2) Does not include shares held by the Estate of Melba Ford as disclosed in footnote 5, below.
- (3) Shares of common stock held in a Coverdell Educational Savings Account by daughter, Christine Marino. Mr. Marino is the co-signer on the account.
- (4) Shares of common stock held in a Coverdell Educational Savings Account by daughter, Katie Tuttle. Mr. Marino is the co-signer on the account.
- (5) Shares of common stock held by the Estate of Melba Ford, Mr. Marino's mother. Mr. Marino is the executor and one of the beneficiaries of the Estate. Mr. Marino disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all reported shares for purposes of

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Section 16 or any other purpose.

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

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