

GTX CORP
Form 4
May 06, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Multi Media Technology ventures, Ltd.

(Last) (First) (Middle)

668 N. COAST HWY, STE 191

(Street)

LAGUNA BEACH, CA 92651

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GTX CORP [GTXO]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares	05/04/2010		S		10,000	D	\$ 0.169
Common Shares	05/05/2010		S		61,000	D	\$ 0.165
Common Shares	05/06/2010		S		5,000	D	\$ 0.165
Common Shares	03/11/2010		S		6,209	D	\$ 0.15
Common Shares	03/09/2010		S		11,806	D	\$ 0.15
	03/04/2010		S		4,600	D	\$ 0.17

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Common Shares							
Common Shares	03/03/2010	S	5,400	D	\$ 0.17	3,461,372	D
Common Shares	03/02/2010	S	31,000	D	\$ 0.161	3,466,772	D
Common Shares	02/01/2010	S	5,000	D	\$ 0.18	3,497,772	D
Common Shares	01/29/2010	S	32,349	D	\$ 0.18	3,502,772	D
Common Shares	01/28/2010	S	13,651	D	\$ 0.18	3,535,121	D
Common Shares	01/27/2010	S	20,000	D	\$ 0.18	3,548,772	D
Common Shares	01/26/2010	S	10,000	D	\$ 0.18	3,568,772	D
Common Shares	01/25/2010	S	11,500	D	\$ 0.18	3,578,772	D
Common Shares	01/22/2010	S	28,500	D	\$ 0.175	3,590,272	D
Common Shares	01/21/2010	S	10,000	D	\$ 0.175	3,618,772	D
Common Shares	01/19/2010	S	20,000	D	\$ 0.18	3,628,772	D
Common Shares	01/15/2010	S	10,000	D	\$ 0.182	3,648,772	D
Common Shares	01/14/2010	S	15,000	D	\$ 0.183	3,658,772	D
Common Shares	01/13/2010	S	10,000	D	\$ 0.182	3,673,772	D
Common Shares	01/12/2010	S	10,000	D	\$ 0.185	3,683,772	D
Common Shares	01/09/2010	S	30,000	D	\$ 0.185	3,693,772	D
Common Shares	01/08/2010	S	15,000	D	\$ 0.191	3,723,772	D
Common Shares	01/07/2010	S	20,000	D	\$ 0.184	3,738,772	D
Common Shares	01/05/2010	S	10,000	D	\$ 0.189	3,748,772	D
	01/04/2010	S	10,000	D		3,758,772	D

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Common Shares \$ 0.182

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
Multi Media Technology ventures, Ltd. 668 N. COAST HWY STE 191 LAGUNA BEACH, CA 92651		X		

Signatures

Charles Paxson 05/06/2010
 **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).
- 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.