

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Mobiquity Technologies, Inc.

Form: 4/A

Date Filed: 2018-12-27

Corporate Issuer CIK: 1084267

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(Print or Type Responses)

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

OMB A	PPI	ROV	'AL
MB Number:			3235-

longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

0287 Estimated average burden hours 0.5 per response..

obligations may continue. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment See Instruction 1(b). Company Act of 1940

i i		eporting Person*		Issuer Name and Ticker or Trading Symbol Mobiquity Technologies, Inc. [MOBQ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)					
35 TORRIN		(First)	(Middle)	3. [. Date of Earliest Transaction (Month/Day/Year) 2/04/2018								XDirectorX10% OwnerX_Officer (give title below)Other (specify below)					
		(Street)			4. If Amendment, Date Original FiledMonth/Day/Year) 12/07/2018								Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
SHOREHAN (City)	M, NY 11.	(State)	(Zip)				Table	I - N	on-Deriv	ativo Se	ocuritios	Acquire						
1.Title of Secur (Instr. 3)	rity		2. Transactic Date (Month/Day/	Year) a	Execu any	eemed ution Date, if h/Day/Year)	3. Transac Code (Instr. 8)		1 4. Se or Di		Acquire of (D)	d (A) 5.	Following Reported Transaction(s) (Instr. 3 and 4) Owne Form Direct				7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code		V An	ount	(A) or (D)	Price				(I) (Instr. 4)	,	
Common St	tock		12/04/201	8			G		800	000	D	<u>(2)</u> 4	4,522,207			D		
Common St	tock (1)		12/04/201	8			Х		8,55	5,150		\$ 0.02 50	53,077,357			D		
Common St	tock		12/05/201	8			А		1,66	6,667		\$ 0.06	54,744,024			D		
			Tab			ative Secu		fo O iired	orm are n MB cont I, Dispos	ot requ ol numed of, o	ired to i iber. r Benefi	respond o	ction of informa unless the form uned				1474 (9-02)	
Derivative	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transa Code	action	5. Number	Securities A) or of (D)	Expiration Date Unde			7. Title a	lerlying Securities of Derivative Security		9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Security			Code	e V	(A)	(D)	Date Exe	e ercisable	Expira Date	ation	Title	Amount or Number of Shares		Following Reported Transaction(s (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)		
Convertible Notes	\$ 0.02	12/04/2018		Х			100,000	08/	/04/201	7	<u>(1)</u>	Comm	on 5,000,000	(1)	9,398,810	D		
Warrants	\$ 0.12	12/05/2018		Α		833,334		12/	/05/201	3 09/3	0/2023	Comm stock	833 334	<u>(1)</u>	10,232,144	D		
Reportir	ng Owi	ners																

Danastina Ouras Nama / Address	Relationships								
Reporting Owner Name / Address		10% Owner	Officer	Other					
Arnost Thomas M 35 TORRINGTON LANE SHOREHAM, NY 11786	Х	Х	Executive Chairman						

Signatures

/s/ Thomas N. Arnost	12/27/2018
-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) Includes principal and interest.
- (2) Not applicable.
- (3) Excludes 3,555,150 shares paid in lieu of interest.

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.

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(Print or Type F																		1	
1. Name and Address of Reporting Person— Arnost Thomas M 2. Issuer Name and Ticker or Thomas M Mobiguity Technologies, I												Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Arnost Inor	mas IVI	(First)	(Middle)	_					•				X DirectorX 10% Owner						
35 TORRIN	IGTON LA		(Middle)		Date of Earliest Transaction (Month/Day/Year) 12/04/2018								XOfficer (give title below)Other (specify below)						
		(Street)				endment, Da	te Original	Filed	d Month/Da	y/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)						
SHOREHAI	M, NY 117	786		12/	/07/2	2018							_X_Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(City)		(State)	(Zip)				Table	I - N	on-Deri	ative S	ecuritie	s Acqui	ired, C	Disposed of,	or Benefic	cially Owned			
1.Title of Secu	rity		2. Transactio			eemed	3. Transa	ction						ount of Secu		7. Nature			
(Instr. 3)			Date (Month/Day/			ution Date, if	(Instr. 8)			or Disposed of (D) (Instr. 3, 4 and 5)				ving Reporte 3 and 4)	d Transacti	on(s)	Ownership Form:	of Indirect Beneficial	
			(Wioriti) Day	,	,	th/Day/Year)	'	1	(1113	ιι. υ, τα	110 3)		(111311)	5 and 4)			Direct (D) Ownership		
											(4)						or Indirect	(Instr. 4)	
							Code		V A	mount	(A) or (D)	Price					(I) (Instr. 4)		
Common St	tock		12/04/201	8			G		800	0,000	D	<u>(2)</u>	44,5	44,522,207			D		
Common St	tock (1)		12/04/201	8			Х		8,5	55,150		\$ 0.02	53,077,357				D		
Common St	tock		12/05/201	8			А		1,6	66,667	, ,	\$	54,7	44,024			D		
												0.06							
Reminder: Rep	oort on a ser	parate line for each	class of securities	benefic	cially	owned direc	ctly or indire	ectly.											
										who res	pond to	the col	llectio	n of informa	ation conta	ined in this	SEC 1	1474 (9-02)	
									orm are MB con			respon	d unle	ess the form	displays a	currently val	id		
			Tab			ative Secu							Owne	d					
	I.	I	I		e.g.,	puts, calls,		_							I	9. Number of	I	I	
Title of Derivative	Conversion	Transaction Date		4. Transa	action	5. Number Derivative		_	Date Exe piration D		and		7. Title and Amount of 8. Price 9. Numberlying Securities of Deri				10. Ownership	11. Nature of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code		Acquired (A) or		onth/Day				3 and		-	Securities	Form of	Beneficial	
(Instr. 3)	Price of Derivative		(Month/Day/Year)	(Instr.	8)	Disposed (. ,								Security (Instr. 5)	Beneficially Owned	Derivative Security:		
	Security				_	(Instr. 3, 4	, and 5)			1			<u> </u>		(Iristr. 5)	Following	Direct (D)	(Instr. 4)	
								Date		Expir	ation	Title		Amount or Number of		Reported	or Indirect	:	
				Code		(A)	(D)	Exe	ercisable	Date		1100		Shares		Transaction(s (Instr. 4)	(I) (Instr. 4)		
Convertible Notes	\$ 0.02	12/04/2018		Х			100,000	08/	/04/201	7	<u>(1)</u>	Com		5,000,000 (<u>3)</u>	<u>(1)</u>	9,398,810	D		
Warrants	\$ 0.12	12/05/2018		Α		833,334		12/	/05/201	8 09/3	80/2023	Com	mon	833,334	<u>(1)</u>	10,232,144	D		
												310	, or						
Reportir	na Owi	ners																	
	9																		

Reporting Owner Name / Address		Relationships								
Reporting Owner Name / Address		10% Owner	Officer	Other						
Arnost Thomas M 35 TORRINGTON LANE SHOREHAM, NY 11786	х	Х	Executive Chairman							

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