

Estrella Glenn
Form 4
February 08, 2011

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Estrella Glenn

(Last) (First) (Middle)

STATE ROAD 405, BUILDING
M6-306A, ROOM 1400

(Street)

KENNEDY SPACE
CENTER, FL 32815

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/31/2011

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)

President, CEO and Director

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, par value \$0.00001 per share	01/31/2011		P		333,334	A	\$ 0.075
					2,019,591 ⁽¹⁾	D	

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

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information contained in this form are not
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(9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Securities (Number of Shares)
Common Stock Purchase Warrants	\$ 0.21	01/31/2011		A		166,667		01/31/2011	<u>(2)</u>	Common	166,667
Common Stock Options	\$ 0.09	12/27/2010		A		7,222,222		12/27/2010	<u>(3)</u>	Common	7,222,222
Common Stock Purchase Warrants	\$ 0.21	11/10/2010		A		666,667		11/10/2010	<u>(4)</u>	Common	666,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Estrella Glenn STATE ROAD 405 BUILDING M6-306A, ROOM 1400 KENNEDY SPACE CENTER, FL 32815	X		President, CEO and Director	

Signatures

/s/ Glenn D. Estrella 02/05/2011

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) On December 27, 2010, the Company and Mr. Estrella entered an Agreement whereby Mr. Estrella and the Company agreed to rescind the issuance of 5,000,000 shares previously issued to Mr. Estrella.
- (2) On January 31, 2011, Mr. Estrella received Common Stock Purchase Warrants (the "Warrants") to purchase 166,667 shares of Common Stock, at a purchase price of \$0.21 per share, which Warrants expire in three years. The Warrants are exercisable on a cashless basis.
- (3) On December 27, 2010, Mr. Estrella received an option (the "Estrella Option") to purchase 7,222,222 shares of Common Stock at an exercise price of \$0.09 per share, which was the closing price of the Company's Common Stock on the date the Company's Board of

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Directors approved the issuance of the Estrella Option, pursuant to an Option Agreement. The Estrella Option is fully vested and is exercisable until the earlier of three years from the effective date of the Estrella Option or 90 days after the termination of Mr. Estrella's employment with the Company.

- (4) On November 10, 2010, Mr. Estrella received Common Stock Purchase Warrants (the "November 2010 Warrants") to purchase 666,667 shares of Common Stock, at a purchase price of \$0.21 per share, which November 2010 Warrants expire in three years. The Warrants are exercisable on a cashless basis.

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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