

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

usell.com, Inc.

Form: 3

Date Filed: 2016-12-30

Corporate Issuer CIK: 1271075

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FORM 3

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

OMB APPROVAL						
OMB Number:	3235-0104					
Estimated average burden hours						
per response	0.5					

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)										
Name and Address of Reporting Person PITON CAPITAL PARTNERS LLC	(Month/Da	* '	ng Statement	3. Issuer Name and Ticker or Trading Symbol usell.com, Inc. [USEL]						
(Last) (First) (Middle) C/O KOKINO LLC, 201 TRESSER BOULEVARD, 3RD FLOOR	2/20/2016		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)		F	5. If Amendment, Date Original Filed(Month/Day/Year)				
(Street)				Officer (give title be	elow) Other (specify b	6		or Joint/Gr	oup Filing(c	Check Applicable
STAMFORD, CT 06901							Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			erson
(City) (State) (Zip)			Tabl	e I - Non-Deriva	tive Securities B	eneficia				
1.Title of Security (Instr. 4)		Owr	mount of Securi ned tr. 4)	ŕ	3. Ownership Form: Direct (D) or (Instr. 5) 4. Nature of Indirect Beneficial Ownership (Instr. 5)				vnership	
Common Stock		1,0	00,000		D (1) (2)					
Reminder: Report on a separate line for each class of Persons who respond a currently valid OMB	to the collectio control number	n of informati	ion contained i	n this form are not	required to respond t			plays	SI	EC 1473 (7-02
Title of Derivative Security	2. Date Exercis			nount of Securities	4. Conversion or	5. Ownership		6. Nature o	of Indirect B	
(Instr. 4)	Expiration Date (Month/Day/Year)	е	Underlying Derivative Security (Instr. 4)		Exercise Price of Derivative Security	Form of Derivative		Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number Shares		(D) or In (Instr. 5)	direct (I)	(111311.0)		
Stock Options (Right to Buy)	12/20/2016	12/20/2021	Common Stock	1,000,000	\$ 1	D	(3)			
Reporting Owner Name / Address PITON CAPITAL PARTNERS LLC		otionships Owner Officer	Other							
C/O KOKINO LLC 201 TRESSER BOULEVARD, 3RD FLOOF STAMFORD, CT 06901	R	Х								
Signatures										
/s/ Stephen A. Ives, Vice President of Kokin Partners LLC	o LLC, mana	ging membe	er of Piton Ca	apital Manageme	ent LLC, managing	g memb	er of Pito	n Capita		12/30/201
		Signature	of Reporting Person							Date
Explanation of Responses:										
* If the form is filed by more than one reporting persor Intentional misstatements or omissions of facts cor Piton Capital Partners LLC also reports beneficial of (1) Schreyer, as Trustee under Trust Agreement dated December 30, 2016. (2) Represents shares of common stock held by Piton (3) Represents the aggregate shares of common stock Note: File three copies of this Form, one of which must Potential persons who are to respond to the collection	stitute Federal Commership pursua I December 23, Capital Partners I that Piton Capit I be manually sig	Criminal Violation and to Rule 13d 1989 FBO the in LLC. Piton Catal Partners LL ned. If space is	I-1 of the Securi issue of Jonatha apital Partners L C has the right t s insufficient, Se	ties Exchange Act of an D. Sackler, M3C H LC is a Delaware lim to purchase under the see Instruction 6 for pr	f 1934, as amended, pi Holdings LLC, Robert A sited liability company a e stock options.	Averick and	d Piton Ca _l	pital Partne	rs LLC, with	h the Issuer on

<SEC-DOCUMENT>0001140361-16-091204-index.html : 20161230
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<aCCEPTANCE-DATETIME>20161230160322 ACCESSION NUMBER: 0001140361-16-091204

CONFORMED SUBMISSION TYPE: 3 PUBLIC DOCUMENT COUNT: 1

CONFORMED PERIOD OF REPORT: 20161220

FILED AS OF DATE: 20161230 DATE AS OF CHANGE: 20161230

ISSUER:

COMPANY DATA:

COMPANY CONFORMED NAME: usell.com, Inc.

CENTRAL INDEX KEY: 0001271075

STANDARD INDUSTRIAL CLASSIFICATION: SERVICES-PERSONAL SERVICES [7200]

IRS NUMBER: 980412432 STATE OF INCORPORATION: DE FISCAL YEAR END: 1231

BUSINESS ADDRESS:

STREET 1: 171 MADISON AVE.

STREET 2: 17 FL., CITY: NEW YORK STATE: NY ZIP: 10016

BUSINESS PHONE: (212) 213-6805

MAIL ADDRESS:

STREET 1: 171 MADISON AVE.

STREET 2: 17 FL., CITY: NEW YORK STATE: NY ZIP: 10016

FORMER COMPANY:

FORMER CONFORMED NAME: Upstream Worldwide, Inc.

DATE OF NAME CHANGE: 20100621

FORMER COMPANY:

FORMER CONFORMED NAME: MONEY4GOLD HOLDINGS INC

DATE OF NAME CHANGE: 20080729

FORMER COMPANY:

FORMER CONFORMED NAME: EFFECTIVE PROFITABLE SOFTWARE, INC.

DATE OF NAME CHANGE: 20050607

REPORTING-OWNER:

OWNER DATA:

COMPANY CONFORMED NAME: PITON CAPITAL PARTNERS LLC

CENTRAL INDEX KEY: 0001644342 STATE OF INCORPORATION: DE FISCAL YEAR END: 1231

FILING VALUES: FORM TYPE: 3 SEC ACT: 1934 Act

SEC FILE NUMBER: 000-50494 FILM NUMBER: 162077610

BUSINESS ADDRESS:

STREET 1: C/O KOKINO LLC

STREET 2: 201 TRESSER BOULEVARD, 3RD FLOOR

CITY: STAMFORD STATE: CT ZIP: 06901

BUSINESS PHONE: (405) 936-6220

MAIL ADDRESS:

STREET 1: C/O NORTH BAY ASSOCIATES

STREET 2: 14000 QUAIL SPRINGS PARKWAY, SUITE 2200

CITY: OKLAHOMA CITY

STATE: OK
ZIP: 73134
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)				,						
Name and Address of Reporting Person PITON CAPITAL PARTNERS LLC	ARTNERS LLC (Month/Day/Year)			Issuer Name and Ticker or Trading Symbol usell.com, Inc. [USEL]						
(Last) (First) (Middle) C/O KOKINO LLC, 201 TRESSER BOULEVARD, 3RD FLOOR	12/20/2	016		Relationship of Reporting Person(s) to Iss (Check all applicable)			Filed(Month/Day/Year)			
(Street) STAMFORD, CT 06901				Offices (give the best	Other (Speeding	,	6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)			Table	ble I - Non-Derivative Securities Beneficially Owned						
1.Title of Security (Instr. 4)	•	O	Amount of Securi wned nstr. 4)	Í	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		of Indirect B	eneficial Ownership		
Common Stock		1,	,000,000		D (1) (2)					
Reminder: Report on a separate line for each class of s Persons who respond to a currently valid OMB of	to the collection	on of informa r.	ation contained i	n this form are not r				SEC 1473 (7-02)		
1. Title of Derivative Security (Instr. 4)	2. Date Exerci Expiration Dat (Month/Day/Year)	isable and	3. Title and Amount of Security Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Secur	5. Own f Form o rity Securit	ership f Derivative y: Direct	Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	of	(D) or I (Instr. 5	ndirect (I) 5)			
Stock Options (Right to Buy)	12/20/2016	12/20/202	Common Stock	1,000,000	\$ 1	[) (<u>3)</u>			
Reporting Owners										
Reporting Owner Name / Address		ationships Owner Office	er Other							
PITON CAPITAL PARTNERS LLC C/O KOKINO LLC 201 TRESSER BOULEVARD, 3RD FLOOR STAMFORD, CT 06901		х								
Signatures										
/s/ Stephen A. Ives. Vice President of Koking	LLC. mana	aging mem	ber of Piton Ca	apital Manageme	nt LLC, managir	na meml	per of Pito	on Capital		

12/30/2016 Partners LLC Signature of Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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).
- Piton Capital Partners LLC also reports beneficial ownership pursuant to Rule 13d-1 of the Securities Exchange Act of 1934, as amended, pursuant to a Schedule 13D filed jointly by Leslie J.
- (1) Schreyer, as Trustee under Trust Agreement dated December 23, 1989 FBO the issue of Jonathan D. Sackler, M3C Holdings LLC, Robert Averick and Piton Capital Partners LLC, with the Issuer on
- (2) Represents shares of common stock held by Piton Capital Partners LLC. Piton Capital Partners LLC is a Delaware limited liability company and investment entity that is a family client of Kokino LLC.
- (3) Represents the aggregate shares of common stock that Piton Capital Partners LLC has the right to purchase under the stock options.

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.