

Edgar Filing: OptimizeRx Corp - Form SC 13G

OptimizeRx Corp  
Form SC 13G  
January 12, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_\_\_) \*

OptimizeRx Corporation  
(Name of Issuer)  
Common stock, par value \$0.001 per share  
(Title of Class of Securities)  
68401U105  
(CUSIP Number)

Harvey L. Poppel  
110 El Mirasol  
Palm Beach, Florida 33480  
561-653-8000

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)  
December 31, 2014 (Date of Event which Requires Filing of this Statement)  
Check the appropriate box to designate the rule pursuant to which  
this Schedule is filed: under Rule 13d-1(b)

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Harvey L. Poppel

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (1)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Florida, U.S.

5. SOLE VOTING POWER

6. SHARED VOTING POWER

2,096,378 (2)

7. SOLE DISPOSITIVE POWER

8. SHARED DISPOSITIVE POWER

2,096,378 (2)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,096,378 (2)

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.96% (3)

12. TYPE OF REPORTING PERSON

IN

(1) This Schedule 13G is filed by Harvey L. Poppel on behalf of Harvey L. Poppel, Harvey L. Poppel Descendants Trust, Harvey L. Poppel IRA, Emily A. Poppel Descendants Trust, Lee Poppel IRA, Dr. Clinton S. Poppel, Dr. Clinton S. Poppel 401K Lucas F. Poppel, Alexander J. Poppel, Winston O. Poppel, and Poptech, LP, a Family Limited Partnership controlled by Harvey L. & Emily A. Poppel.

Harvey L. Poppel expressly disclaims status as a group for purposes of this Schedule 13G.

(2) This total which includes 2,044,128 common shares and 52,250 Warrants convertible to common shares are held directly by Harvey L Poppel, Harvey L. Poppel Descendants Trust, Harvey L. Poppel IRA, Emily A. Poppel Descendants Trust, Lee Poppel IRA, Dr. Clinton S. Poppel, Dr. Clinton S. Poppel 401K Lucas F. Poppel, Alexander J. Poppel, Winston O. Poppel,

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and Poptech, LP a Family Limited Partnership controlled by Harvey L. & Emily A. Poppel who are the sole members of Poptech, LLC. Poptech, LLC is the sole General Partner of Poptech, LP.

Poptech, LLC does not directly own any securities of the Issuer.

Poptech, LLC may be deemed to have shared power to vote or direct the vote of, and to dispose or direct the disposition of, the securities of the Issuer held by Poptech, LP but disclaim beneficial ownership except to their pecuniary interest therein (3) This percentage is calculated based upon 23,404,819 voting shares of Issuers common stock outstanding as of November 12, 2014, as reported in the Issuers Form 10Q for the period Dated September 30, 2014 as filed with the Securities and Exchange Commission.

Item 1. (a) Name of Issuer

OptimizeRx Corporation

(b)Address of Issuers Principal Executive Offices

400 Water St.

Ste. 200

Rochester, Michigan 48307

Item 2. (a) Name of Person Filing

Harvey L. Poppel

(b) Address of the Principal Office or, if none, residence

110 El Mirasol

Palm Beach, Florida, 33480

(c) Citizenship U.S.

(d) Title of Class of Securities

Common stock, par value \$0.001 per share

(e) CUSIP Number

68401U105

Item 3. Not Applicable

Item 4. Ownership.

(a) Amount beneficially owned: 2,096,378 (1)

(b) Percent of class: 8.96% (2)

(c) Number of shares as to which the person has

(i) Sole power to vote or to direct the vote

(ii) Shared power to vote or to direct the vote 2,096,378 (1)

(iii) Sole power to dispose or to direct the disposition of

(iv) Shared power to dispose or to direct the disposition of 2,096,378 (1)

(1) This total which includes 2,044,128 common shares and 52,250

Warrants convertible to common shares are held directly by

Harvey L Poppel, Harvey L. Poppel Descendants Trust,

Harvey L. Poppel IRA, Emily A. Poppel Descendants Trust,

Lee Poppel IRA, Dr. Clinton S. Poppel, Dr. Clinton S. Poppel 401K

Lucas F. Poppel, Alexander J. Poppel, Winston O. Poppel,

and Poptech, LP a Family Limited Partnership controlled by

Harvey L. & Emily A. Poppel who are the sole members

of Poptech, LLC. Poptech, LLC is the sole General Partner

of Poptech, LP.

Poptech, LLC does not directly own any securities of the Issuer.

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the securities of the Issuer held by Poptech, LP but disclaim beneficial ownership except to their pecuniary interest therein

(2) This percentage is calculated based upon 23,404,819 voting shares of Issuers common stock outstanding as of November 12, 2014, as reported in the Issuers Form 10Q for the period Dated September 30, 2014 as filed with the Securities and Exchange Commission  
Item 5. Ownership of Five Percent or Less of a Class. Not applicable  
Item 6. Ownership of More than Five Percent on Behalf of Another Person. Not applicable  
Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company. Not applicable  
Item 8. Identification and Classification of Members of the Group. Not applicable  
Item 9. Notice of Dissolution of Group. Not applicable  
Item 10. Certification. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

EXECUTED this 12th day of JANUARY, 2015

HARVEY L. POPPEL

HARVEY L. POPPEL