

COHEN ALAN  
Form 4  
April 04, 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  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COHEN ALAN

2. Issuer Name **and** Ticker or Trading  
Symbol  
EMERGING VISION INC  
[ISEE.OB]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

100 QUENTIN ROOSEVELT  
BLVD, SUITE 508

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/31/2011

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

GARDEN CITY, NY 11530

(City) (State) (Zip)

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

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)
Common Stock	03/31/2011		X	V Amount 100,000	(A) or (D) Price \$ 0.05	8,096,890 (2)	D
Common Stock	04/01/2011		J	7,571,890	D (1)	127,798,127 (2)	I
							By EMVI Holdings, LLC

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(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 Number of Shares
Stock Options	\$ 0.05	03/31/2011		X		100,000		05/30/2003	05/30/2013	Common Stock	100,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

COHEN ALAN  
100 QUENTIN ROOSEVELT BLVD, SUITE 508 X  
GARDEN CITY, NY 11530

## Signatures

/s/ Alan Cohen 04/01/2011

\*\*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) These shares were contributed to EMVI Acquisition Corp., a wholly-owned subsidiary of EMVI Holdings, LLC, in exchange for an equal number of membership interests in EMVI Holdings, LLC.

(2) Includes options to purchase 525,000 common shares consisting of (a) options to purchase 100,000 shares at an exercise price of \$0.33 per share, (b) options to purchase 75,000 shares at an exercise price of \$0.15 per share, (c) options to purchase 75,000 shares at an exercise price of \$0.47 per share, (d) options to purchase 125,000 shares at an exercise price of \$0.21 per share, and (e) options to purchase 150,000 shares at an exercise price of \$0.10 per share

(3) See Column 2.

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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