

Smith David E
Form 4
May 09, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Smith David E

2. Issuer Name and Ticker or Trading Symbol
COMMAND SECURITY CORP
[MOC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2012

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

C/O COAST ASSET MANAGEMENT, LLC, 2450 COLORADO AVE., STE. 100, EAST TOWER

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

SANTA MONICA, CA 90404

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| Common Stock | 05/07/2012 | | J ⁽¹⁾ | 1,534,285 D | 0 | I | Through Coast Medina, LLC |
| Common Stock | 05/07/2012 | | J ⁽¹⁾ | 1,534,285 A | 1,534,285 | I | Through Shamus, 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 required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Smith David E C/O COAST ASSET MANAGEMENT, LLC 2450 COLORADO AVE., STE. 100, EAST TOWER SANTA MONICA, CA 90404 | | X | | |
| Coast Medina, LLC C/O COAST ASSET MANAGEMENT, LLC 2450 COLORADO AVENUE, SUITE 100 SANTA MONICA, CA 90404 | | X | | |
| SHAMUS, LLC 2450 COLORADO AVENUE, SUITE 100 SANTA MONICA, CA 90404 | | X | | |
| Coast Fund, LP 2450 COLORADO AVENUE, SUITE 100 SANTA MONICA, CA 90404 | | X | | |

Signatures

/s/ David E. Smith (on behalf of himself and the other Reporting Persons)

05/09/2012

__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).
Coast Medina, LLC ("Medina") and Shamus, LLC ("Shamus") are both wholly owned subsidiaries of The Coast Fund L.P. ("Coast Fund"). On May 7, 2012, Coast Fund engaged in an internal restructuring which resulted in the transfer by Medina of 1,534,285 shares of the common stock, par value \$0.0001, of Command Security Corporation to Shamus. Coast Offshore Management (Cayman), Ltd. ("Coast Offshore Management") is the managing general partner of the Coast Fund. David E. Smith is the president of Coast Offshore Management.
- (1) Not applicable.
- (2) Not applicable.

Remarks:

Each of Mr. Smith, Medina, Shamus and the Coast Fund (collectively, the "Reporting Persons") disclaims beneficial ownership.

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.