

SOLITRON DEVICES INC

Form 4

January 30, 2017

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 *
Eriksen Howard Timothy

(Last) (First) (Middle)

567 WILDROSE CIRCLE

(Street)

LYNDEN, WA 98264

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SOLITRON DEVICES INC [SODI]

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

01/26/2017

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)

CEO, Interim CFO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					10,000 ⁽¹⁾	D	
Common Stock	01/26/2017		P		11,500	A	\$ 4.13
Common Stock	01/26/2017		P		1,500	A	\$ 4.12
					162,822	I	
					164,322 ⁽²⁾	I	
							See footnote ⁽³⁾
							See footnote ⁽³⁾

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

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number.

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. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eriksen Howard Timothy 567 WILDROSE CIRCLE LYNDEN, WA 98264	X		CEO, Interim CFO	
ERIKSEN CAPITAL MANAGEMENT LLC 567 WILDROSE CIR LYNDEN, WA 98264				Managing Member
CEDAR CREEK PARTNERS LLC 567 WILDROSE CIR LYNDEN, WA 98264				Managing Member

Signatures

/s/ Tim Eriksen	01/30/2017
**Signature of Reporting Person	Date
/s/ Tim Eriksen on behalf of Eriksen Capital Management	01/30/2017
**Signature of Reporting Person	Date
/s/ Tim Eriksen on behalf of Cedar Creek Partners LLC	01/30/2017
**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 securities are owned solely by Tim Eriksen ("Mr. Eriksen").

Represents 139,322 shares owned by Cedar Creek Partners LLC, an investment partnership, for which Eriksen Capital Management LLC ("ECM") is Managing Member, and 25,000 shares owned by managed accounts of ECM, net of 2,000 shares in accounts where the management agreement terminated. The respective owners of the managed accounts are responsible to vote the shares. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

(2) This Form 4 is filed jointly by ECM, Cedar Creek Partners LLC, and Mr. Eriksen. By virtue of ECM's Investment Advisory Agreement with the clients of ECM, Mr. Eriksen may be deemed to beneficially own the Shares owned by Cedar Creek Partners and the managed accounts.

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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