

CORTEX PHARMACEUTICALS INC/DE/  
Form 3  
August 20, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Illinois Ventures GP, LLC               |         | (Month/Day/Year)  | CORTEX PHARMACEUTICALS INC/DE/ [CORX]              |  |
| (Last)                                    | (First) | (Middle)  | 08/10/2012   |  |
| 20 NORTH WACKER,Â SUITE                   |         | 4. Relationship of Reporting Person(s) to Issuer                                |  | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| 1201                                      |         | (Check all applicable)  |  |  |
| (Street)                                  |         | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner |  | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
| CHICAGO,Â ILÂ 60606                       |         | <input type="checkbox"/> Officer <input type="checkbox"/> Other                 |  | <input type="checkbox"/> Form filed by One Reporting Person                      |
| (City)                                    | (State) | (Zip)   | (give title below) (specify below)                 |  |
|   |         |   |  | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)        | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|--|---|--|
| Common Stock, par value \$0.001 per share | 20,334,546   | I <sup>(1)</sup>  | See Footnote 1   |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

|                     |                    |                                  |                                  |
|---------------------|--------------------|----------------------------------|----------------------------------|
| Date<br>Exercisable | Expiration<br>Date | Amount or<br>Number of<br>Shares | or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |              |         |       |
|--|---------------|--------------|---------|-------|
|  | Director      | 10%<br>Owner | Officer | Other |
| IllinoisVentures GP, LLC<br>20 NORTH WACKER<br>SUITE 1201<br>CHICAGO, IL 60606             | ^             | ^ X          | ^       | ^     |
| ILLINOIS EMERGING TECHNOLOGIES FUND LP<br>20 NORTH WACKER, SUITE 1201<br>CHICAGO, IL 60606 | ^             | ^ X          | ^       | ^     |

## Signatures

/s/ John Banta, Managing Principal 08/20/2012  
 \*\*Signature of Reporting Person Date

/s/ John Banta, Managing Principal,  
 IllinoisVentures GP, LLC, its 08/20/2012  
 general partner  
 \*\*Signature of Reporting Person Date

## 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).
- (1) Shares listed are directly held by Illinois Emerging Technologies Fund, LP ("IETF"), the general partner of which is IllinoisVentures GP, LLC (the "General Partner"). The General Partner may be deemed an indirect beneficial owner of the shares held by IETF. Pursuant to Rule 16a-1(a)(4) promulgated under the Exchange Act of 1934, as amended, the General Partner disclaims its beneficial ownership of such shares, except to the extent of its pecuniary interest.

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.