

GOLDFIELD CORP

Form 4

November 28, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *

**ELLBAR PARTNERS
MANAGEMENT, LLC**

(Last) (First) (Middle)

15 E 5TH STREET-SUITE 3200

(Street)

TULSA, OK 74103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

GOLDFIELD CORP [GV]

3. Date of Earliest Transaction

(Month/Day/Year)

11/25/2014

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director

__X__ 10% Owner

____ Officer (give title
below)____ Other (specify
below)6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person

__X__ 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)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/25/2014		S		897	D	\$ 2.2	2,574,047 ⁽¹⁾	I	By Boston Avenue Capital LLC and Yorktown Avenue Capital, LLC
Common Stock	11/25/2014		S		1,400	D	\$ 2.21	2,572,647 ⁽²⁾	I	By Boston Avenue Capital LLC and Yorktown

Common Stock	11/25/2014	S	22,176	D	\$ 2.24	2,550,471 ⁽³⁾	I	Avenue Capital, LLC By Boston Avenue Capital LLC and Yorktown Avenue Capital, LLC By Boston Avenue Capital LLC and Yorktown Avenue Capital, LLC
Common Stock	11/25/2014	S	5,527	D	\$ 2.25	2,544,944 ⁽⁴⁾	I	

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

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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

Reporting Owners

ELLBAR PARTNERS MANAGEMENT, LLC
15 E 5TH STREET-SUITE 3200 X
TULSA, OK 74103

Adelson James F
15 EAST 5TH STREET, SUITE 3200 X
TULSA, OK 74103

Heyman Stephen J
15 EAST 5TH STREET, SUITE 3200 X
TULSA, OK 74103

Signatures

Paula L. Skidmore, Attorney-in-Fact for the Reporting
Persons 11/28/2014

__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 include 1,574,047 shares owned by Boston Avenue Capital LLC ("Boston"), and 1,000,000 shares owned by Yorktown Avenue Capital, LLC ("Yorktown").
- (2) These shares include 1,572,647 shares owned by Boston, and 1,000,000 shares owned by Yorktown.
- (3) These shares include 1,550,471 shares owned by Boston, and 1,000,000 shares owned by Yorktown.
- (4) These shares include 1,544,944 shares owned by Boston, and 1,000,000 shares owned by Yorktown.

Remarks:

This is a joint filing by Ellbar Partners Management, LLC ("EPM"), James F. Adelson and Stephen J. Heyman. EPM is the sole

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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