

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * OKAMOTO MERRICK D		2. Issuer Name and Ticker or Trading Symbol Marathon Patent Group, Inc. [MARA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) C/O MARATHON PATENT GROUP, INC., 1180 N. TOWNE CENTER DRIVE, SUITE 100		3. Date of Earliest Transaction (Month/Day/Year) 05/04/2020		Chief Executive Officer	
(Street) LAS VEGAS, NV 89144		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/30/2020		C		356,463 <u>(3)</u>	A	\$ 0.91	410,338	D <u>(4)</u>	
Common Stock	09/30/2020		C		357,486 <u>(5)</u>	A	\$ 1.96	767,824	D <u>(4)</u>	

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

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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)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$ 0.58	05/04/2020		D		5,000,000	<u>(1)</u>	10/12/2028	Common	5,000,000	\$ 0	0	D	
RSUs	\$ 0	05/04/2020		A		1,819,767	<u>(2)</u>	05/04/2021	Common	1,819,767	\$ 0	1,819,767	D	
RSUs	\$ 0	06/30/2020		D		454,942	<u>(2)</u>	05/04/2021	Common	454,942	\$ 0.91	1,364,825	D	
RSUs	\$ 0	09/30/2020		D		454,942	<u>(2)</u>	05/04/2021	Common	454,942	\$ 1.96	909,883	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OKAMOTO MERRICK D C/O MARATHON PATENT GROUP, INC. 1180 N. TOWNE CENTER DRIVE, SUITE 100 LAS VEGAS, NV 89144	X		Chief Executive Officer	

Signatures

/s/ Merrick Okamoto	10/13/2020
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

Vesting fifty (50%) percent on the date of grant and twenty-five (25%) percent on each six (6) months anniversary of the date of grant provided awardee is still eligible under the Company's 2018

- (1) Equity Incentive Plan subject to acceleration following a change of control. Amount of shares listed is pre-the April 8, 2019 1:4 reverse stock split and equates to 1,250,000 shares post split. These were exchanged on 5/4/20 for an equivalent number of RSUs.
- (2) Vesting quarterly in equal amounts of 454,941 per quarter starting June 30, 2020.
- (3) 454,942 shares which vested net of 98,479 shares forfeited for tax purposes.
- (4) Includes 53,875 shares owned by First State Capital, Inc., of which Mr. Okamoto is the beneficial owner.
- (5) 454,942 shares which vested net of 97,456 shares sold for tax purposes.

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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