

FREELOVE DAVID
Form 4/A
August 24, 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 *
Del Mar Asset Management, LP

(Last) (First) (Middle)

711 FIFTH AVENUE, FIFTH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PARKERVISION INC [PRKR]

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2012

4. If Amendment, Date Original Filed(Month/Day/Year)
07/13/2012

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, par value \$0.01 (the "Common Stock")	05/11/2012		P	359 A \$ 1.3248	9,259,930 ⁽¹⁾	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	05/16/2012		S	179 D \$ 1.3023	9,259,751 ⁽¹⁾	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	05/16/2012		S	180 D \$ 1.2711	9,259,571 ⁽¹⁾	I	See footnotes <u>(3)</u> <u>(5)</u>

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Common Stock	06/18/2012	P	4,327	A	\$ 2.2365	9,257,398 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/19/2012	P	500	A	\$ 2.2605	9,257,898 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/20/2012	P	182	A	\$ 2.21	9,258,080 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/21/2012	S	619	D	\$ 2.23	9,257,461 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/22/2012	P	574	A	\$ 2.2257	9,258,035 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/22/2012	S	1,507	D	\$ 2.26	9,256,528 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/22/2012	S	878	D	\$ 2.2701	9,255,650 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/22/2012	S	1,360	D	\$ 2.2646	9,254,290 <u>(1)</u>	I	See footnotes <u>(2)</u> <u>(5)</u>
Common Stock	06/25/2012	S	137	D	\$ 2.15	9,254,153 <u>(1)</u>	I	See footnotes <u>(4)</u> <u>(5)</u>
Common Stock	06/27/2012	S	162	D	\$ 2.3	9,253,991 <u>(1)</u>	I	See footnotes <u>(4)</u> <u>(5)</u>
Common Stock	06/28/2012	S	184	D	\$ 2.29	9,253,807 <u>(1)</u>	I	See footnotes <u>(4)</u> <u>(5)</u>
Common Stock	07/09/2012	S	368	D	\$ 2.7858	9,253,439 <u>(1)</u>	I	See footnotes <u>(4)</u> <u>(5)</u>
Common Stock	07/10/2012	S	368	D	\$ 2.7646	9,253,071 <u>(1)</u>	I	See footnotes <u>(3)</u> <u>(5)</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 Reporting Transaction (Instr. 6)
				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
Del Mar Asset Management, LP 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022		X		
DEL MAR MASTER FUND, LTD. 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022		X		
DEL MAR MANAGEMENT, LLC 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022		X		
FREELove DAVID 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022		X		

Signatures

/s/ Del Mar Asset Management, LP; By its general partner Del Mar Management, LLC; By its managing member David Freelove

08/24/2012

__Signature of Reporting Person

Date

/s/ Del Mar Master Fund, Ltd.; By its investment manager Del Mar Asset Management, LP; By its general partner Del Mar Management, LLC; By its managing member David Freelove

08/24/2012

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__Signature of Reporting Person

Date

/s/ Del Mar Management LLC; By its managing member David Freelove

08/24/2012

__Signature of Reporting Person

Date

/s/ David Freelove

08/24/2012

__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).
- (1) These trades were omitted from the Reporting Persons' Form 4 filed on 07/13/2012.

The shares of Common Stock to which this relates are held directly by (i) Del Mar Master Fund, Ltd., a Cayman Islands exempted company (the "Master Fund") under the management of Del Mar Asset Management, LP, a Delaware limited liability company ("DMAM"), (ii) Del Mar Index Opportunities Master Fund, Ltd., a Cayman Islands exempted company (the "Index Fund") under the management of DMAM, (iii) Del Mar Riverside Master Fund, Ltd., a Cayman Islands exempted company (the "Riverside Fund") under the management of DMAM, (iv) Compass SAV LLC, a Delaware limited liability company (the "Compass Onshore Fund") under the management of DMAM, (v) Compass Offshore SAV PCC Limited, a Guernsey corporation (the "Compass Offshore Fund") under the management of DMAM and (vi) a certain trading account under the management of Mr. David Freelove (the "Trading Account").
- (3) The shares of Common Stock to which this relates are held directly by (i) the Master Fund and (ii) the Trading Account.
- (4) The shares of Common Stock to which this relates are held directly by (i) the Master Fund, (ii) the Index Fund, (iii) the Compass Onshore Fund, (iv) the Compass Offshore Fund and (v) the Trading Account.

DMAM serves as investment manager of each of the Master Fund, the Index Fund, the Riverside Fund, the Compass Onshore Fund and the Compass Offshore Fund (collectively, the "Del Mar Funds") and as such has discretion over the portfolio securities held by the Del Mar Funds. Del Mar Management, LLC, a Delaware limited liability company (the "GP"), is the general partner of DMAM and directs DMAM's operations. Mr. David Freelove is the managing member of the GP. Mr. David Freelove also serves as the managing member of the Trading Account and as such has discretion over the portfolio securities held by the Trading Account. DMAM, the GP and Mr. David Freelove disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.
- (5)

Remarks:

In addition to the shares of Common Stock reported herein, as of the date hereof, certain DMAM employees responsible for m

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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