

Boston Avenue Capital LLC

Form 4

January 02, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Boston Avenue Capital LLC

2. Issuer Name **and** Ticker or Trading
Symbol
LITTLEFIELD CORP [LTFD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
15 EAST 5TH STREET, SUITE
3200

3. Date of Earliest Transaction
(Month/Day/Year)
12/28/2012

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ Form filed by More than One Reporting
Person

TULSA, OK 74103

(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	12/28/2012		S		3,008,196	D	\$ 0.1995 (1)	4,496,293 D (2)

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(9-02)

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

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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
Boston Avenue Capital LLC 15 EAST 5TH STREET, SUITE 3200 TULSA, OK 74103		X		
Heyman Stephen J 15 EAST 5TH STREET, SUITE 3200 TULSA, OK 74103		X		
Adelson James F 15 EAST 5TH STREET, SUITE 3200 TULSA, OK 74103		X		
Gillman Charles M 15 EAST 5TH STREET-SUITE 3200 TULSA, OK 74103	X	X		

Signatures

Stephen J.
Heyman 01/02/2013

__Signature of
Reporting Person

Date

James F.
Aldeson 01/02/2013

__Signature of
Reporting Person

Date

Charles M.
Gillman 01/02/2013

__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).

- The sale price for the 3,008,196 shares of Common Stock is \$600,000, payable as follows: (i) \$225,000 on or before December 31, 2012;
- (1) (ii) \$182,481.75 plus interest in the amount of \$20,625 on or before December 31, 2013; and (iii) \$181,929.74 plus interest in the amount of \$10,588.50 on or before December 31, 2014.

- Boston Avenue Capital LLC ("BAC") beneficially owns and has voting and dispositive power over the reported Common Stock. As the managers of BAC, Messrs. Heyman and Adelson may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) any shares of Common Stock beneficially owned by BAC. Neither Messrs. Heyman nor
- (2) Adelson hold any shares of Common Stock directly, and each disclaims beneficial ownership of any shares of Common Stock beneficially owned by BAC. As the portfolio manager of BAC, Mr. Gillman may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) any shares of Common Stock beneficially owned by BAC. Mr. Gillman does not own any shares of Common Stock directly, and disclaims beneficial ownership of any shares of Common Stock beneficially owned by BAC.

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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