## Edgar Filing: Benedik John F - Form 4

Benedik John F Form 4										
March 03, 2011									PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-02	287
Check this box if no longer subject to Section 16.	STATEM	IENT OF	F CHAN	Estimated burden hou	urs per					
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). 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										0.5
(Print or Type Respor	ises)									
1. Name and Address of Reporting Person <u>*</u> Benedik John F			2. Issuer Name <b>and</b> Ticker or Trading Symbol CORTEX PHARMACEUTICALS INC/DE/ [COR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 15231 BARRANCA PARKWAY			3. Date of Earliest Transaction (Month/Day/Year) 03/01/2011			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) IRVINE, CA 92618			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul>				
		(Zip)	Tab	le I - Non-l	Derivative	e Securities A	Person Acquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date th/Day/Year)	2A. Deeme Execution any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securi nAcquired Disposed (Instr. 3,	ties (A) or (of (D) 4 and 5) (A) or	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 o Indirect	
Reminder: Report on	a separate line	for each cla	ass of sect	urities bene:	Perso infor requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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					(D) (Instr. 3, 4 and 5)	,				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 0.13	03/01/2011	A		30,000		<u>(1)</u>	03/01/2021	Common Stock	30,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh		
	Director	10% Owner	Officer	Other
Benedik John F 15231 BARRANCA PARKWAY IRVINE, CA 92618	Х			
Signatures				
Maria S. Messinger, Attorney in fact	03	3/01/2011		
**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) The option become vested and exercisable in three equal annual installments beginning on March 1, 2012.

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.