

PayMeOn, Inc.
Form SC 13D/A
September 20, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

PAYMEON, INC.

(Name of Issuer)

Common Stock - \$0.001 Par Value

(Title of Class of Securities)

70438T101

(CUSIP Number)

Edward A. Cespedes

Edgar Filing: PayMeOn, Inc. - Form SC 13D/A

5961 NE 18th Terrace

Fort Lauderdale, Fl. 33308

844-422-7258

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 18, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

CUSIP No. **70438T101**

13D

Page 2 of 6 Pages

1 NAME OF REPORTING PERSONS

EAC Management, LLC

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

26-4029214

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ..

(b) þ

3 SEC USE ONLY

4 SOURCE OF FUNDS

PF, WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Florida

	7	SOLE VOTING POWER
		12,469,421 ⁽¹⁾
	8	SHARED VOTING POWER
NUMBER OF		
SHARES		0
BENEFICIALLY		
OWNED BY EACH	9	SOLE DISPOSITIVE POWER
REPORTING		
PERSON WITH:		12,469,421 ⁽¹⁾
	10	SHARED DISPOSITIVE POWER
		0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12,469,421 ⁽¹⁾

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.55% ⁽²⁾

14 TYPE OF REPORTING PERSON

CO

(1) EAC Management, LLC ("EAC") is the direct holder of 12,469,421 shares. Edward A. Cespedes is the sole member and manager of EAC.

(2) The percentage of shares of common stock reported owned by the Reporting Person is based upon 130,518,674 total outstanding shares, which includes 130,518,674 shares of common stock outstanding as of August 27, 2018.

CUSIP No. **70438T101**

13D

Page 3 of 6 Pages

1 NAME OF REPORTING PERSONS

Edward A. Cespedes Revocable Trust Dated August 22, 2007

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ..

(b) þ

3 SEC USE ONLY

4 SOURCE OF FUNDS

PF, WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Florida

NUMBER OF

7

SOLE VOTING POWER

SHARES

BENEFICIALLY

4,721 ⁽³⁾

OWNED BY EACH

REPORTING

8

**SHARED VOTING
POWER**

PERSON WITH:

0

9

**SOLE DISPOSITIVE
POWER**

4,721 ⁽³⁾

10

**SHARED DISPOSITIVE
POWER**

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,721 ⁽³⁾

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

.0037% ⁽⁴⁾

14 TYPE OF REPORTING PERSON

OO

(3) Edward A. Cespedes Revocable Trust Dated August 22, 2007 (the Trust) is the direct holder of 4,721 shares. Edward A. Cespedes is the sole trustee of the Trust.

(4) The percentage of shares of common stock reported owned by the Reporting Person is based upon 130,518,674 total outstanding shares, which includes 130,518,674 shares of common stock outstanding as of August 27, 2018.

CUSIP No. **70438T101**

13D

Page 4 of 6 Pages

1 NAME OF REPORTING PERSONS

Edward A. Cespedes

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

PF, WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Florida

NUMBER OF

7

SOLE VOTING POWER

SHARES

BENEFICIALLY 12,497,392 ⁽⁵⁾

OWNED BY EACH

REPORTING

PERSON WITH:

8 SHARED VOTING
POWER

0

9 SOLE DISPOSITIVE
POWER

12,497,392 ⁽⁵⁾

10 SHARED DISPOSITIVE
POWER

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12,497,392 ⁽⁵⁾

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.58% ⁽⁶⁾

14 TYPE OF REPORTING PERSON

IN

(5) The Aggregate Amount Beneficially Owned includes (i) 23,250 shares of common stock held directly by Edward A. Cespedes individually, (ii) 12,469,421 shares of common stock held directly by EAC, and (iii) 4,721 shares of common stock held directly by the Trust. Mr. Cespedes is Paymeon, Inc.'s former chairman and chief executive officer. Mr. Cespedes resigned on April 13, 2018.

(6) The percentage of shares of common stock reported owned by the Reporting Person is based upon 130,518,674 total outstanding shares, which includes 130,518,674 shares of common stock outstanding as of August 27, 2018.

CUSIP No. 70438T101

13D

Page 5 of 6 Pages

ITEM 1. SECURITY AND ISSUER

This statement of beneficial ownership on Schedule 13D/A is filed with respect to the Common Stock, \$0.001 par value per share (**Common Stock** of PAYMEON, INC., a Nevada corporation (the **Company** or **Issuer**)). principal executive offices of the Company are located at 2688 NW 29TH TERRACE, BUILDING 13, OAKLAND PARK, FLORIDA 33311.

ITEM 2. IDENTITY AND BACKGROUND

This statement is filed by Edward A. Cespedes, a resident of the United States. Mr. Cespedes is the Company's former chairman and chief executive officer. Mr. Cespedes resigned as the Company's chairman and chief executive officer on April 13, 2018.

Mr. Cespedes, has not, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors). Mr. Cespedes has not, during the last five years, been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Mr. Cespedes is a citizen of the United States.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Personal funds; working capital

ITEM 4. PURPOSE OF TRANSACTION.

Investment purposes

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) The percentage of shares of common stock reported owned by the Reporting Person is based upon 130,518,674 total outstanding shares as of August 27, 2018.

(b) Mr. Cespedes is the sole member and manager of EAC Management, LLC (EAC) and the sole trustee of the Edward A. Cespedes Revocable Trust Dated August 22, 2007 (the Trust). As such, Mr. Cespedes has sole voting and dispositive control over all shares owned by EAC and the Trust, as well as sole voting and dispositive control over all shares held directly by him. Accordingly, Mr. Cespedes has sole voting and dispositive control over the 12,497,392 shares of Common Stock identified as owned by Mr. Cespedes and entities controlled by Mr. Cespedes in this Schedule 13D.

(c) No Reporting Person has effected any other transactions in the Common Stock during the past 60 days.

(d) Not Applicable.

(e) Not applicable.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Other than as described herein, there are no contracts, arrangements, understandings or relationships between the Reporting Person and any other person, with respect to the securities of the Company.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

N/A

CUSIP No. **70438T101**

13D

Page 6 of 6 Pages

SIGNATURE

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: September 4, 2018 EAC Management, LLC

By: /s/ Edward A. Cespedes
Edward A. Cespedes
Manager

Dated: September 4, 2018 Edward A. Cespedes Revocable Trust
Dated August 22, 2007

By: /s/ Edward A. Cespedes
Edward A. Cespedes
Trustee

Dated: September 18, 2018 /s/ Edward A. Cespedes
Edward A. Cespedes