

NAVIDEA BIOPHARMACEUTICALS, INC.
 Form 4
 September 04, 2014

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 *
 Nordlicht Mark

2. Issuer Name and Ticker or Trading Symbol
 NAVIDEA
 BIOPHARMACEUTICALS, INC.
 [NAVB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 09/02/2014

152 WEST 57TH STREET, 4TH FLOOR

(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

NEW YORK, NY 10019

(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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$0.001 ⁽¹⁾ | 09/02/2014 | | S | 60,000 D | \$ 1.3592 | 14,946,431 I ⁽²⁾ | By Platinum Partners Value Arbitrage Fund L.P. |
| Common Stock, par value \$0.001 ⁽¹⁾ | | | | | | 100,000 I ⁽³⁾ | By Platinum Partners Liquid Opportunity Master Fund |

L.P.

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

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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)

| 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 Owned Beneficially (Instr. 3, 4, and 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| Nordlicht Mark 152 WEST 57TH STREET 4TH FLOOR NEW YORK, NY 10019 | | X | | |
| Platinum Management (NY) LLC 152 WEST 57TH STREET 4TH FLOOR NEW YORK, NY 10019 | | X | | |
| LANDESMAN URI 30 00 47TH AVE LONG ISLAND CITY, NY 11101 | | X | | |
| Platinum Liquid Opportunity Management (NY) LLC 152 WEST 57TH STREET 4TH FLOOR NEW YORK, NY 10019 | | X | | |
| Platinum Partners Liquid Opportunity Master Fund L.P. 152 WEST 57 STREET, 4TH FLOOR | | X | | |

NEW YORK, NY 10019

Platinum Partners Value Arbitrage Fund, LP
C/O WALKERS CORPORATE SERVICES LIMITED X
WALKER HOUSE, 87 MARY STREET
GEORGETOWN, GRAND CAYMAN, E9 KY1-9002

Platinum-Montaur Life Sciences, LLC
152 WEST 57TH STREET X
4TH FLOOR
NEW YORK, NY 10019

Signatures

| | | |
|---|---|------------|
| /s/ Mark Nordlicht | | 09/04/2014 |
| | __ Signature of Reporting Person | Date |
| Platinum Partners Value Arbitrage Fund L.P., By Platinum Management (NY) LLC, as Investment Manager, By /s/ Mark Nordlicht, Chief Investment Officer | | 09/04/2014 |
| | __ Signature of Reporting Person | Date |
| Platinum Partners Liquid Opportunity Master Fund L.P., By Platinum Liquid Opportunity Management (NY) LLC, as Investment Manager, By /s/ Mark Nordlicht, Chief Investment Officer | | 09/04/2014 |
| | __ Signature of Reporting Person | Date |
| Platinum Management (NY) LLC, By /s/ Mark Nordlicht, Chief Investment Officer | | 09/04/2014 |
| | __ Signature of Reporting Person | Date |
| Platinum Liquid Opportunity Management (NY) LLC, By /s/ Mark Nordlicht, Chief Investment Officer | | 09/04/2014 |
| | __ Signature of Reporting Person | Date |
| /s/ Uri Landesman | | 09/04/2014 |
| | __ 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).
- This Form 4 is filed jointly by Platinum Partners Value Arbitrage Fund L.P. ("PPVA"), Platinum Partners Liquid Opportunity Master Fund L.P. ("PPLO"), Platinum-Montaur Life Sciences, LLC ("Platinum-Montaur"), Platinum Management (NY) LLC ("Platinum Management"), Platinum Liquid Opportunity Management (NY) LLC ("Platinum Liquid Management"), Mark Nordlicht and Uri Landesman (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively owns more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein.
- (1) Securities owned directly by PPVA. Each of Platinum Management, as the Investment Manager of PPVA, and Mark Nordlicht and Uri Landesman, as the Chief Investment Officer and President, respectively, of Platinum Management, may be deemed to beneficially own the securities owned directly by PPVA.
 - (2) Securities owned directly by PPLO. Each of Platinum Liquid Management, as the Investment Manager of PPLO, and Mark Nordlicht and Uri Landesman, as the Chief Investment Officer and President, respectively, of Platinum Liquid Management, may be deemed to beneficially own the securities owned directly by PPLO.
 - (3)

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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