

SALAS RICARDO A
Form 3/A
September 28, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SALAS RICARDO A | | (Month/Day/Year) | LIQUIDMETAL TECHNOLOGIES INC [LQMT] | |
| (Last) | (First) | (Middle) | 09/21/2010 | |
| 30452 ESPERANZA | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| RANCHO SANTA MARGARITA,Â CAÂ 92688 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | |
| | | | (give title below) (specify below) | |
| | | | Executive Vice President | |
| | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 09/07/2010 | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 950,062 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|------------------|------------------|--------------|---------------------------|--------------------------|-------------------|--------------------------------------|
| Series A-1 Preferred Stock ⁽²⁾ | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 3,795,475 ⁽⁴⁾ | \$ 0.1 | I | Held by Carlyle Liquid Holdings, LLC |
| Series A-2 Preferred Stock ⁽²⁾ | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 3,066,547 ⁽⁵⁾ | \$ 0.22 | I | Held by Carlyle Liquid Holdings, LLC |
| Warrants (right to buy) ⁽²⁾ | 05/01/2009 | 01/03/2012 | Common Stock | 3,501,031 ⁽⁶⁾ | \$ 0.49 ⁽¹²⁾ | I | Held by Carlyle Liquid Holdings, LLC |
| Warrants (right to buy) | 12/17/2006 | 05/17/2011 | Common Stock | 252,433 ⁽⁷⁾ | \$ 0.97 ⁽¹³⁾ | D | Â |
| Warrants (right to buy) | 12/17/2006 | 05/17/2011 | Common Stock | 55,061 ⁽⁸⁾ | \$ 0.97 ⁽¹³⁾ | D | Â |
| Warrants (right to buy) ⁽²⁾ | 05/01/2009 | 01/03/2012 | Common Stock | 954,695 ⁽⁹⁾ | \$ 0.49 ⁽¹²⁾ | D | Â |
| Warrants (right to buy) | 10/30/2009 | 10/30/2014 | Common Stock | 1,275,511 ⁽¹⁰⁾ | \$ 0.49 ⁽¹²⁾ | D | Â |
| Stock Option | Â ⁽³⁾ | Â ⁽³⁾ | Common Stock | 1,500,000 | \$ 0.124 ⁽¹¹⁾ | D | Â |
| Series A-1 Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 2,500,000 | \$ 0.1 | D | Â |
| Series A-2 Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 1,871,205 | \$ 0.22 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SALAS RICARDO A 30452 ESPERANZA RANCHO SANTA MARGARITA, CA 92688 | Â | Â | Â Executive Vice President | Â |

Signatures

/s/ Ricardo Salas 09/28/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Each share of Series A Preferred Stock is convertible into shares of common stock at the time and under the circumstances described in the Certificate of Designations, Preferences and rights for Series A Preferred Stock. The Series A Preferred Stock has no expiration date.

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- (2) Acquired in connection with a note financing transaction by registrant that closed on May 1, 2009.
- (3) 20% of the stock options vest and become exercisable on July 12 of each of the following year: 2011, 2012, 2013, 2014 and 2015.
- (4) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 3,795,475 of securities underlying the derivative securities, as correctly reported in this filing.
- (5) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 3,066,547 of securities underlying the derivative securities, as correctly reported in this filing.
- (6) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 3,501,031 of securities underlying the derivative securities, as correctly reported in this filing.
- (7) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 252,433 of securities underlying the derivative securities, as correctly reported in this filing.
- (8) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 55,061 of securities underlying the derivative securities, as correctly reported in this filing.
- (9) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 954,695 of securities underlying the derivative securities, as correctly reported in this filing.
- (10) Original Form 3 filed on 9/7/10 included a miscalculation in Table 3, "Amount or Number of Shares," which should reflect Reporting Person owning 1,275,511 of securities underlying the derivative securities, as correctly reported in this filing.
- (11) Prior Form 3 filed on 9/7/10, was mistakenly filed using incorrect price. The correct price is \$0.124.
- (12) Prior Form 3 filed on 9/7/10, was mistakenly filed using incorrect price. The correct price is \$0.49.
- (13) Prior Form 3 filed on 9/7/10, was mistakenly filed using incorrect price. The correct price is \$0.97.

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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