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DGSE COMPANIES INC

Form 3

January 04, 2013

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

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SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response...
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)

Common Stock

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement DGSE COMPANIES INC [DGSE] Elemetal, LLC (Month/Day/Year) 01/02/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 15850 DALLAS PARKWAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X__ 10% Owner Director _X_ Form filed by One Reporting Officer Other Person (give title below) (specify below) DALLAS, TXÂ 75248 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect

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

SEC 1473 (7-02)

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(I) (Instr. 5) D

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 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$

4,393,142

| 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 | | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|-----------------|--|------------------------|---------------------------|----------------------------|--|
| | | | (Instr. 4) | | Price of | Derivative | (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | Derivative | Security: | |
| | | | | | Security | Direct (D) | |
| | | | | | | or Indirect | |

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Call Option (right to buy) Shares (I) (Instr. 5) $\frac{\text{Call Option (right to buy)}}{01/02/2013} \frac{10/25/2016}{10/25/2016} \frac{\text{Common Stock}}{\text{Stock}} \frac{5,000,000}{10/25/2010} + \frac{\text{Common Stock}}{10/25/2010} + \frac{\text{Common Stock}}{1$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Elemetal, LLC

15850 DALLAS PARKWAY Â Â X Â Â

DALLAS, TXÂ 75248

Signatures

/s/ Alan S.
Buehler

_**Signature of Reporting Person

O1/04/2013

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).

On January 2, 2013, the Reporting Person entered into a Contribution Agreement with NTR Metals, LLC ("NTR"), under which NTR agreed to transfer to the Reporting Person 4,393,142 Common Shares owned by NTR and an Option Grant Agreement, dated as of October 25, 2011, whereby the Issuer granted NTR options to purchase 5,000,000 Common Shares at an exercise price of \$15.00 per share. In exchange, the Reporting Person agreed to assign and transfer to NTR Class A Common Units of the Reporting Person.

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.

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