CORTEX PHARMACEUTICALS INC/DE/
Form 3
August 20, 2012

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 *
Â IllinoisVentures GP, LLC
(Last) (First) (Middle)

20 NORTH WACKER,Â SUITE 1201
(Street)

CHICAGO,Â ILÂ 60606
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
08/10/2012

3. Issuer Name **and** Ticker or Trading Symbol
CORTEX PHARMACEUTICALS INC/DE/ [CORX]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ Officer (give title below)
__X__ 10% Owner
_____ Other (specify below)

5. 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

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, par value $0.001 per share	20,334,546	I (1)	See Footnote 1

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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IllinoisVentures GP, LLC 20 NORTH WACKER SUITE 1201 CHICAGO,Â ILÂ 60606	Â	Â X	Â	Â
ILLINOIS EMERGING TECHNOLOGIES FUND LP 20 NORTH WACKER, SUITE 1201 CHICAGO,Â ILÂ 60606	Â	Â X	Â	Â

Signatures

/s/ John Banta, Managing Principal	08/20/2012
**Signature of Reporting Person	Date
/s/ John Banta, Managing Principal, IllinoisVentures GP, LLC, its general partner	08/20/2012
**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) Shares listed are directly held by Illinois Emerging Technologies Fund, LP ("IETF"), the general partner of which is IllinoisVentures GP, LLC (the "General Partner"). The General Partner may be deemed an indirect beneficial owner of the shares held by IETF. Pursuant to Rule 16a-1(a)(4) promulgated under the Exchange Act of 1934, as amended, the General Partner disclaims its beneficial ownership of such shares, except to the extent of its pecuniary interest.

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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