

ORBIT INTERNATIONAL CORP
 Form 4
 October 22, 2014

FORM 4

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

OMB APPROVAL

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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 *
ELKHORN PARTNERS LIMITED PARTNERSHIP

(Last) (First) (Middle)

ELKHORN PARTNERS LIMITED PARTNERSHIP, 2222 SKYLINE DRIVE

(Street)

ELKHORN, NE 68022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ORBIT INTERNATIONAL CORP [orbt]

3. Date of Earliest Transaction (Month/Day/Year)
10/20/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock, \$.10 par value | 10/20/2014 | | P | A | \$ 300 | 1,219,900 | D ⁽¹⁾ |
| Common Stock, \$.10 par value | | | | | | 45,000 | D ⁽²⁾ |

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

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SEC 1474 (9-02)

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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 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| ELKHORN PARTNERS LIMITED PARTNERSHIP ELKHORN PARTNERS LIMITED PARTNERSHIP 2222 SKYLINE DRIVE ELKHORN, NE 68022 | | X | | |
| PARSOW ALAN S 2222 SKYLINE DRIVE ELKHORN, NE 68022 | | X | | |

Signatures

/s/ Elkhorn Partners Limited Partnership, by Parsow Management LLC, General Partner, by Alan S. Parsow, Sole Manager 10/22/2014

__Signature of Reporting Person Date

/s/ Alan S. Parsow 10/22/2014

__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).
- (1) These securities are owned by Elkhorn Partners Limited Partnership, which is a member of a "group" with Alan S. Parsow, the sole manager of Parsow Management LLC, the general partner of Elkhorn Partners Limited Partnership. Mr. Parsow may be deemed to beneficially own, but only to the extent he has a pecuniary interest in these securities. Mr. Parsow disclaims beneficial ownership of these securities to the extent of his pecuniary interest therein.
- (2) These securities are owned solely by Mr. Parsow in an individual retirement account.

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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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