

PELINO DENNIS L
Form 4
April 08, 2009

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 *
PELINO DENNIS L

2. Issuer Name and Ticker or Trading Symbol
China Youth Media, Inc.
[CHYU.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4100 ALTON ROAD, SUITE 3107
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2008

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

MIAMI BEACH, FL 33129

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

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

(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 Beneficial Ownership (Instr. 4)
Common Stock	12/01/2008		C	16,200,000 A <u>(1)</u>	16,200,000	I	See footnote <u>(3)</u>
Common Stock	12/01/2008		C	3,000,000 A <u>(2)</u>	3,000,000	I	See footnote <u>(4)</u>

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Convertible Preferred Stock	(5)	12/01/2008		C	16,200	12/01/2008	(5)	Common Stock	16,200,000
Series A Convertible Preferred Stock	(5)	12/01/2008		C	3,000	12/01/2008	(5)	Common Stock	3,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PELINO DENNIS L 4100 ALTON ROAD, SUITE 3107 MIAMI BEACH, FL 33129			X	

Signatures

Dennis L. Pelino 04/08/2009

**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) On December 1, 2008, the beneficial owner converted 16,200 shares of Series A Convertible Preferred Stock, at a conversion rate of 1-for-1,000, resulting in its acquisition of 16,200,000 shares of common stock at no additional cost.
- (2) On December 1, 2008, the beneficial owner converted 3,000 shares of Series A Convertible Preferred Stock, at a conversion rate of 1-for-1,000, resulting in its acquisition of 3,000,000 shares of common stock at no additional cost.
- (3) Securities owned through Year of the Golden Pig, LLC.
- (4) Securities owned through New China Media, LLC.
- (5) The Series A Convertible Preferred Stock was convertible into common stock on a one-for-one thousand basis, and had no expiration date.

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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