Conn Corey N Form 3 May 11, 2011

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Estimated average burden hours per

response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement POSITRON CORP [POSC.OB] Conn Corey N (Month/Day/Year) 05/04/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O POSITRON (Check all applicable) CORPORATION, Â 1304 LANGHAM CREEK DRIVE. _X_ Director 10% Owner #300 _X_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group [] Filing(Check Applicable Line) _X_ Form filed by One Reporting Person HOUSTON, TXÂ 77084 Form filed by More than One

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D)

> or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership

Reporting Person

(Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series B Convertible Preferred Stock, par value \$0.0001	01/08/2010	12/31/2013	Common Stock	550,000	\$ 1	D	Â

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Conn Corey N C/O POSITRON CORPORATION 1304 LANGHAM CREEK DRIVE, #300 HOUSTON, TXÂ 77084

X Â Â [] Â

Signatures

/s/ Corey N. 05/05/2011

**Signature of Date
Reporting Person

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).

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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