

DOVER MOTORSPORTS INC
Form 4
December 30, 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 *
CIBELLI MARIO

2. Issuer Name and Ticker or Trading Symbol
DOVER MOTORSPORTS INC [DVD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

110 EAST 42ND STREET, 11TH FLOOR

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/28/2009

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

NEW YORK, NY 10017

4. 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

(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)
			Code	V	Amount	(A) or (D)	Price
Common Shares, \$0.10 par value	12/28/2009		P		33,432	A	\$ 1.9789
Common Shares, \$0.10 par value					2,902,822	D ⁽¹⁾	
Common Shares, \$0.10 par value					2,902,822	I	See Footnote ⁽²⁾
Common Shares, \$0.10 par value	12/28/2009		P		1,200	A	\$ 1.9789
					146,681	I	⁽³⁾
							See Footnote ⁽⁴⁾

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value									
Common Shares, \$0.10 par value	12/29/2009	P	7,187	A	\$ 2.0317	2,910,009	D <u>(1)</u>		
Common Shares, \$0.10 par value						2,910,009	I	See Footnote <u>(2)</u>	
Common Shares, \$0.10 par value	12/29/2009	P	700	A	\$ 2.0317	147,381	I	See Footnote <u>(4)</u>	
Common Shares, \$0.10 par value	12/29/2009	P	7,000	A	\$ 2.0075	154,381	I	See Footnote <u>(4)</u>	
Common Shares, \$0.10 par value	12/30/2009	P	7,800	A	\$ 2.06	2,917,809	D <u>(1)</u>		
Common Shares, \$0.10 par value						2,917,809	I	See Footnote <u>(2)</u>	
Common Shares, \$0.10 par value	12/30/2009	P	500	A	\$ 2.06	154,881	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)	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. Nu
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- Mario Cibelli is the managing member of Cibelli Research & Management, L.L.C., a Delaware limited liability company that is an investment management firm which serves as the general partner of Marathon Focus Fund, L.P., a Delaware limited partnership, which is a direct owner of Shares. Mr. Cibelli also serves as portfolio manager to a number of separate managed accounts that directly own Shares.
- (4) The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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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