

CLEVELAND RUSSELL
Form 5
February 26, 2010

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
CLEVELAND RUSSELL

2. Issuer Name and Ticker or Trading Symbol
CMSF Corp [CMSF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

8080 N. CENTRAL EXPRESSWAY
SUITE 210 LB,Â

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DALLAS,Â TXÂ 75206

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 02/10/2009 | Â | P5 | 62,000 A \$ 0.01 | 9,279,223 | I (1) | RENN Global (1) |
| Common Stock | 03/10/2009 | Â | P5 | 62,000 A \$ 0.01 | 9,341,223 | I (1) | RENN Global (1) |
| Common Stock | 04/10/2009 | Â | P5 | 62,000 A \$ 0.01 | 9,403,223 | I (1) | RENN Global (1) |
| Common Stock | 05/04/2009 | Â | P5 | 181,400 A \$ 0.01 | 9,584,623 | I (1) | RENN Global (1) |

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| | | | | | | | | | |
|--------------|------------|---|-------------------|------------|---|------------------------|------------|------------------|----------------------------|
| Common Stock | 05/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 9,646,623 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 06/02/2009 | Â | P5 | 43,057 | A | \$ 0.01 | 9,689,680 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 06/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 9,751,680 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 06/23/2009 | Â | P5 | 36,246 | A | \$ 0.01 | 9,787,926 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 07/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 9,849,926 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 07/29/2009 | Â | J5 ⁽²⁾ | 431,507 | A | \$ 0.01 ₍₂₎ | 10,281,433 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 08/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 10,343,433 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 08/27/2009 | Â | P5 | 234,203 | A | \$ 0.01 ⁽¹⁾ | 10,577,636 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 09/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 10,639,636 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 10/09/2009 | Â | J5 ⁽³⁾ | 25,000,000 | A | \$ 0.01 | 35,639,636 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 10/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 35,701,636 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 10/19/2009 | Â | P5 | 389,148 | A | \$ 0.01 | 36,090,784 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 10/20/2009 | Â | J5 ⁽²⁾ | 436,302 | A | \$ 0.01 ₍₂₎ | 36,527,086 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 10/23/2009 | Â | J5 ⁽²⁾ | 1,833,624 | A | \$ 0.01 ₍₂₎ | 38,360,710 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 11/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 38,422,710 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 12/10/2009 | Â | P5 | 62,000 | A | \$ 0.01 | 38,484,710 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |
| Common Stock | 12/31/2009 | Â | P5 | 181,969 | A | \$ 0.01 | 38,666,679 | I ⁽¹⁾ | RENN Global ⁽¹⁾ |

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

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(9-02)

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. Price of Underlying Security (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CLEVELAND RUSSELL 8080 N. CENTRAL EXPRESSWAY SUITE 210 LB DALLAS, TX 75206 | X | | | |
| RENN Capital Group, Inc. 8080 N. CENTRAL EXPRESSWAY DALLAS, TX 75206 | | X | | |
| RENN Global Entrepreneurs Fund, Inc. 8080 N CENTRAL EXPRWY STE 210 LB59 DALLAS, TX 75206 | | X | | |

Signatures

/s/ Russell
Cleveland

02/26/2010

**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).

Russell Cleveland is President of RENN Capital Group, Inc., Investment Advisor to RENN Global Entrepreneurs Fund, Inc. (?RENN Global?) and President of RENN Global Entrepreneurs Fund, Inc. and therefore may be considered to be beneficial owner of such shares. Russell Cleveland disclaims such beneficial ownership.

(2) Shares are payment-in-kind received for interest.

(3) Shares were received from conversion of promissory note

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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