

Edgar Filing: CVD EQUIPMENT CORP - Form SC 13G/A

CVD EQUIPMENT CORP
Form SC 13G/A
February 11, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G/A
(Amendment No. 2)
UNDER THE SECURITIES EXCHANGE ACT OF 1934

CVD EQUIPMENT CORP.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

126601103

(CUSIP Number)

DECEMBER 31, 2010

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 CONTROL NUMBER.

SEC 1745 (12-02)

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1.

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

GAGNON SECURITIES LLC

2.

CHECK THE APPROPRIATE BOX IF A GROUP*

3.

SEC USE ONLY

4.

CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE LIMITED LIABILITY COMPANY

NUMBER OF
SHARES

5.

SOLE VOTING POWER

BENEFICIALLY
OWNED BY

6.

SHARED VOTING POWER

EACH
REPORTING

7.

SOLE DISPOSITIVE POWER

PERSON WITH:

8.

SHARED DISPOSTIVE POWER

9.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12.

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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ITEM 1.

(a) Name of Issuer: CVD EQUIPMENT CORP.

1860 SMITHTOWN AVENUE

(b) Address of Issuer's Principal Executive Offices: RONKONKOMA, NEW YORK 11779

Item 2.

(a) Name of Person Filing: This Schedule 13G/A is being filed by Gagnon Securities LLC (the "Reporting Person"). Gagnon Securities LLC is an investment adviser registered under Section 203 of the Investment Advisers Act of 1940 and furnishes investment advice to several customer accounts, foundations, partnerships, trusts, and private investment funds (collectively, the "Funds"). The Reporting Person expressly disclaims beneficial ownership of all securities held in the Funds' accounts.

(b) Address of Principal Business Office or, if none, Residence:

(c) Citizenship: GAGNON SECURITIES LLC: Delaware Limited Liability Company
NEIL GAGNON: USA

(d) Title of Class of Securities: Common Stock, par value \$0.0001 per share

(e) CUSIP Number: 126601103

Item 3. If this statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) ☐ Investment company registered under section 8 of the Investment Company Act 80a-8).

(e) ☒ An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E);

(f) ☐ An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F);

(g) ☐ A parent holding company or control person in accordance with ss. 240.13d-1(b)(1)(iii)(G);

(h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) ☐ A church plan that is excluded from the definition of an investment company under 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) ☐ Group, in accordance with ss.240.13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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(a) Amount beneficially owned: GAGNON SECURITIES LLC: 0
GAGNON SECURITIES LLC: 0%

(b) Percent of class: Calculation of percentage of beneficial ownership is based on the 4,819,325 outstanding shares of Issuer Common Stock set forth on the Issuer's most recent 10-Q filed on November 15, 2010.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: GAGNON SECURITIES LLC: 0

(ii) Shared power to vote or to direct the vote: GAGNON SECURITIES LLC: 0

(iii) Sole power to dispose or to direct the disposition of: GAGNON SECURITIES LLC: 0

(iv) Shared power to dispose or to direct the disposition of: GAGNON SECURITIES LLC: 0

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

The Funds described above in Item 2 have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their respective accounts. To the knowledge of the Reporting Person, the interest in any such Fund does not exceed 5% of the class of securities. The Reporting Persons disclaim beneficial ownership of all such securities.

ITEMS 7 - 9 Not Applicable

ITEM 10. CERTIFICATION

The following certification shall be included if the statement is filed pursuant to ss.240.13d-1(b): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not

(a) acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. [X]

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I

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certify that the information set forth in this statement is true, complete and correct.

February 8, 2011
Date

GAGNON SECURITIES LLC

/s/ Neil Gagnon
Signature

Neil Gagnon
Name/Title

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE ss.240.13d-7 for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS