

SOSA ENRIQUE
Form 4
May 05, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SOSA ENRIQUE

(Last) (First) (Middle)

C/O F M C CORPORATION, 1735
MARKET STREET

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FMC CORP [FMC]

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

05/01/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
Common Stock	05/01/2008		A	(A) or (D) A	1,651 (\$ 0)	D	35,005

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

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.

SEC 1474
(9-02)

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

Edgar Filing: SOSA ENRIQUE - Form 4

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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	--

Date Exercisable	Expiration Date	Title	Amount or Number of Shares
------------------	-----------------	-------	----------------------------

Code	V	(A)	(D)
------	---	-----	-----

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOSA ENRIQUE C/O F M C CORPORATION 1735 MARKET STREET PHILADELPHIA, PA 19103	X			

Signatures

/s/ Andrea E. Utecht, as Attorney in fact for Enrique Sosa 05/05/2008

**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) These shares were issued pursuant to dividend equivalent rights in connection with vested restricted stock units held by the reporting person.

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. `0pt; TEXT-INDENT: 0pt; MARGIN-RIGHT: 0pt" align="center">12.`

Type of Reporting Person (See Instructions)

IN/HC

Item 1.

(a) Name of Issuer:

Metalline Mining Company

(b) Address of Issuer's Principal Executive Office:

6400 S. Fiddlers Green Circle, Suite 950
Greenwood Village, CO 80111

Item 2.

(a) Name of Person Filing:

Lazarus Investment Partners LLLP ("Lazarus Partners")
Lazarus Management Company LLC ("Lazarus Management")
Justin B. Borus

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

The business address of each of Lazarus Partners, Lazarus Management and Justin B. Borus is 2401 E. 2nd Avenue, Suite 600, Denver, Colorado 80206.

(c) Citizenship:

Reference is made to Item 4 of pages 2–4 of this Schedule 13G (this "Schedule"), which Items are incorporated by reference herein.

(d) Title of Class of Securities:

Common Stock, par value \$0.01 per share and warrants to purchase Common Stock (the "Securities")

(e) CUSIP Number:

591257100

Item 3. If this statement is filed pursuant to §§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)

Explanation of Responses:

Edgar Filing: SOSA ENRIQUE - Form 4

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

- ý (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- o (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- ý (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

-5-

- o (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- o (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- o (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item Ownership. Provide the following information regarding the aggregate number and percentage of the class of 4. securities of the issuer identified in Item 1.

Reference is hereby made to Items 5-9 and 11 of pages 2 - 4 of this Schedule, which Items are incorporated by reference herein.

The Securities reported on this Schedule as beneficially owned by Lazarus Management (the "Securities") are held by or for the benefit of Lazarus Partners. The Securities consist of 9,380,233 shares of common stock and warrants to purchase 146,000 shares of common stock. Lazarus Management, as the investment adviser of Lazarus Partners, and as the general partner of Lazarus Partners, and Justin B. Borus, as the managing member of Lazarus Management, may be deemed to beneficially own the Securities held by Lazarus Partners for the purposes of Rule 13d-3 of the Act, insofar as they may be deemed to have the power to direct the voting or disposition of those Securities.

Neither the filing of this Schedule nor any of its contents shall be deemed to constitute an admission that Lazarus Management or Mr. Borus is, for any other purpose, the beneficial owner of any of the Securities, and each of Lazarus Management and Mr. Borus disclaims beneficial ownership as to the Securities, except to the extent of his or its pecuniary interests therein.

The calculation of percentage of beneficial ownership in Item 11 of pages 2 - 4 was derived from the Issuer's Annual Report on Form 10-K filed with the Securities and Exchange Commission on January 14, 2011, in which the Issuer stated that the number of shares of its common stock, \$0.01 par value per share, outstanding as of December 31, 2010, was 105,951,922 shares.

Item Ownership of Five Percent or Less of a Class.
5.

Not Applicable.

Item Ownership of More than Five Percent on Behalf of Another Person.
6.

Not Applicable.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the
7. Parent Holding Company.

Not Applicable.

Item Identification and Classification of Members of the Group.
8.

Not Applicable.

Item Notice of Dissolution of Group.
9.

Not Applicable.

Item Certification.
10.

By signing below the undersigned certify that, to the best of their knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not 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.

Signature

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 1, 2011

LAZARUS
INVESTMENT
PARTNERS LLLP

By: Lazarus
Management Company
LLC
its general partner

By: /s/ Justin B. Borus
Name: Justin B. Borus
Title: Chief
Compliance Officer

LAZARUS
MANAGEMENT
COMPANY LLC

By: /s/ Justin B. Borus
Name: Justin B. Borus

Edgar Filing: SOSA ENRIQUE - Form 4

Title: Chief
Compliance Officer

/s/ Justin B. Borus
Justin B. Borus

EXHIBIT INDEX

Exhibit	Joint Filing	Page 8
A	Undertaking	

-7-

EXHIBIT A

JOINT FILING UNDERTAKING

The undersigned, being authorized thereunto, hereby execute this agreement as an exhibit to this Schedule 13G to evidence the agreement of the below-named parties, in accordance with rules promulgated pursuant to the Securities Exchange Act of 1934, to file this Schedule, as it may be amended, jointly on behalf of each of such parties.

Dated: February 1, 2011

LAZARUS
INVESTMENT
PARTNERS LLLP

By: Lazarus
Management Company
LLC
its general partner

By: /s/ Justin B. Borus
Name: Justin B. Borus
Title: Chief
Compliance Officer

LAZARUS
MANAGEMENT
COMPANY LLC

By: /s/ Justin B. Borus
Name: Justin B. Borus
Title: Chief
Compliance Officer

/s/ Justin B. Borus
Justin B. Borus

-8-