

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>CHITAYAT JACK</u> _____ (Last) (First) (Middle) <u>1836 EL CAMINO DEL TEATRO</u> _____ (Street) <u>LA JOLLA CA 92037</u> _____ (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>LIQUIDMETAL TECHNOLOGIES INC [ LQMT ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) _____ Other (specify below) _____
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>04/27/2011</u>	
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant (right to buy)	\$0.49	04/27/2011		j <sup>(1)</sup>			1,680,977	05/01/2009	07/31/2015	Common Stock	1,680,977	\$0.5	3,688,994	I	1,334,232 held by Carlyle Liquid Holdings, LLC and 2,354,762 held by Atlantic Realty Group.
Warrant (right to buy)	\$0.49	04/27/2011		j <sup>(1)</sup>			1,680,977	05/01/2009	07/31/2015	Common Stock	1,680,977	\$0.5	3,688,994	I	1,334,232 held by Carlyle Liquid Holdings, LLC and 2,354,762 held by Atlantic Realty Group.
Series A-1 Preferred Stock	\$0.1	04/29/2011		j <sup>(2)</sup>			28,928	(3)	(3)	Common Stock	1,446,400	\$5	0	I	Indirectly held by Carlyle Liquid Holdings, LLC
Series A-2 Preferred Stock	\$0.22	04/29/2011		j <sup>(2)</sup>			51,420	(3)	(3)	Common Stock	1,168,636	\$5	58,108	I	Held by Atlantic Realty Group
Series A-1 Preferred Stock	\$0.1	04/29/2011		j <sup>(2)</sup>			28,928	(3)	(3)	Common Stock	1,446,400	\$5	28,928	D	
Series A-2 Preferred Stock	\$0.22	04/29/2011		j <sup>(2)</sup>			51,420	(3)	(3)	Common Stock	1,168,636	\$5	51,420	D	
Warrant (right to buy)	\$0.49	04/29/2011		j <sup>(4)</sup>			1,334,236	05/01/2009	07/31/2015	Common Stock	1,334,236	\$0.5	2,354,762	I	Held by Atlantic Realty Group
Warrant (right to buy)	\$0.49	04/29/2011		j <sup>(4)</sup>			1,334,236	05/01/2009	07/31/2015	Common Stock	1,334,236	\$0.5	1,487,718	D	

**Explanation of Responses:**

- Warrants were disposed/acquired upon distribution of such warrants by Carlyle Liquid, LLC to its members in a pro-rata liquidation of the warrants. This transaction transferred the ownership from Carlyle Liquid, LLC to Atlantic Realty Group, which is owned and managed by Mr. Chitayat, and merely changed the form of beneficial ownership.
- The shares of Series A Preferred Stock were previously held by Carlyle Liquid Holdings, LLC ("CLH"). This transaction transferred the ownership from CLH to Mr. Chitayat in a pro-rata distribution of the shares. This transaction merely changed the form of beneficial ownership.
- Each share of Series A Preferred Stock is convertible into shares of common stock at the time and under the circumstances described in the Amended Certificate of Designations, Preferences and Rights for Series A Preferred Stock. The Series A Preferred Stock has no expiration date.
- Warrants were previously held by Carlyle Liquid Holdings, LLC ("CLH"). This transaction transferred the ownership from CLH to Mr. Chitayat in a pro-rata distribution of the shares and merely changed the form of beneficial ownership.

**Remarks:**

Jack Chitayat

06/09/2011

\*\* Signature of Reporting Person

Date

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

\* 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).

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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