

DecisionPoint Systems, Inc.
 Form 3
 February 13, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * SEID PAUL (Last) (First) (Middle) C/O DECISIONPOINT SYSTEMS, INC., 8697 RESEARCH DRIVE (Street) IRVINE, CA 92618 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 10/03/2014 | 3. Issuer Name and Ticker or Trading Symbol DecisionPoint Systems, Inc. [DPSI] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock | 200,000 | D | |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------------------------------|------------------|------------------|--------------|----------------------------|----------|---------------------------------------|---|
| Series D Convertible Preferred Stock | 12/20/2012 | ∅ ⁽¹⁾ | Common Stock | 359,155 | \$ 0.71 | D | ∅ |
| Series D Convertible Preferred Stock | 12/20/2012 | ∅ ⁽¹⁾ | Common Stock | 119,718 | \$ 0.71 | D ⁽⁴⁾ | ∅ |
| Series D Convertible Preferred Stock ⁽²⁾ | 04/22/2014 | ∅ ⁽¹⁾ | Common Stock | 17,803 | \$ 0.71 | D ⁽⁶⁾ | ∅ |
| Series E Convertible Preferred Stock | 11/12/2013 | ∅ ⁽¹⁾ | Common Stock | 200,000 | \$ 0.5 | D | ∅ |
| Series E Convertible Preferred Stock | 11/22/2013 | ∅ ⁽¹⁾ | Common Stock | 100,000 | \$ 0.5 | D ⁽⁵⁾ | ∅ |
| Series E Convertible Preferred Stock ⁽³⁾ | 04/22/2014 | ∅ ⁽¹⁾ | Common Stock | 5,220 | \$ 0.5 | D ⁽⁷⁾ | ∅ |
| Options | 12/31/2014 | 12/31/2017 | Common Stock | 14,221 | \$ 0.38 | D | ∅ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SEID PAUL C/O DECISIONPOINT SYSTEMS, INC. 8697 RESEARCH DRIVE IRVINE, CA 92618 | ∅ X | ∅ | ∅ | ∅ |

Signatures

/s/ Paul A. Seid 02/13/2015

⁽¹⁾Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The Series D Convertible Preferred Stock and Series E Convertible Preferred Stock may be converted into shares of Common Stock by the holder at any time and has no expiration date.
- (2) Reflects dividend made to holders of Series D Convertible Preferred Stock that was paid (issued) in shares of Series D Convertible Preferred Stock.
- (3) Reflects dividend made to holders of Series E Convertible Preferred Stock that was paid (issued) in shares of Series E Convertible Preferred Stock
- (4) Includes 59,859 shares held by SDM Irrevocable Trust FBO Lauren Seid UAD 11/05/04 Paul Seid TTEE and 59,859 shares held by SDM Irrevocable Trust FBO Andrew Seid UAD 11/05/04 Paul Seid TTEE
- (5) Includes 50,000 shares held by SDM Irrevocable Trust FBO Lauren Seid UAD 11/05/04 Paul Seid TTEE and 50,000 shares held by SDM Irrevocable Trust FBO Andrew Seid UAD 11/05/04 Paul Seid TTEE

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- (6) Includes 2,225 shares held by SDM Irrevocable Trust FBO Lauren Seid UAD 11/05/04 Paul Seid TTEE and 2,225 shares held by SDM Irrevocable Trust FBO Andrew Seid UAD 11/05/04 Paul Seid TTEE
- (7) Includes 740 shares held by SDM Irrevocable Trust FBO Lauren Seid UAD 11/05/04 Paul Seid TTEE and 740 shares held by SDM Irrevocable Trust FBO Andrew Seid UAD 11/05/04 Paul Seid TTE

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.