

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0104  
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### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * McAvoy Sean M		2. Date of Event Requiring Statement (Month/Day/Year) 06/30/2016	3. Issuer Name and Ticker or Trading Symbol SG BLOCKS, INC. [SGBX*]	
(Last) (First) (Middle) C/O HILLAIR CAPITAL MANAGEMENT, LLC, 345 LORTON AVENUE, SUITE 303	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 (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) BURLINGAME, CA 94010			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	
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>			

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	25,415	I (1)	By Hillair Capital Investments L.P.

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

SEC 1473 (7-02)

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.

**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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Senior Convertible Secured Debentures	(2)	(2)	Common Stock	2,000,000	\$ 1.25	I (1)	By Hillair Capital Investments LP
Series A Convertible Preferred Stock	(3)	(3)	Common Stock	3,352,440	\$ 1	I (1)	By Hillair Capital Investments LP

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McAvoy Sean M C/O HILLAIR CAPITAL MANAGEMENT, LLC 345 LORTON AVENUE, SUITE 303 BURLINGAME, CA 94010	X			

# Signatures

/s/ Sean M. McAvoy	10/26/2016
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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 reported securities are owned indirectly by Sean M. McAvoy, as the manager of Hillair Capital Management LLC. Sean M. McAvoy disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (2) The Senior Convertible Secured Debentures became convertible on June 30, 2016 and expire on June 30, 2018, in the amount of \$2,500,000 in principal amount plus any accrued and unpaid interest.
- (3) The Series A Convertible Preferred Stock became convertible on June 30, 2016 and has a perpetual duration.

### Remarks:

- \*. The Issuer currently intends to apply for quotation or listing under this symbol in the future.

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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