

FORM 4

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

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
| 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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---------|--|---|---|--|
| 1. Name and Address of Reporting Person * Gould Carolinn | | 2. Issuer Name and Ticker or Trading Symbol LM FUNDING AMERICA, INC. [LMFA] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/27/2016 | | 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 |
| 302 KNIGHTS RUN AVE., SUITE #1000 | | | (Street) | | |
| TAMPA, FL 33602 | | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | |
| (City) | (State) | (Zip) | 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 | | | |
| Common Stock | 09/27/2016 | 09/27/2016 | P | | 504 | A | \$ 8.03 | 5,704 | I | By Spouse Bruce M. Rodgers IRA |
| Common Stock | 09/28/2016 | 09/28/2016 | P | | 196 | A | \$ 8.11 | 5,900 | I | By Spouse Bruce M. Rodgers IRA |
| Common Stock | | | | | | | | 2,191,244 | I | By CGR63, LLC (1) |
| Common Stock | | | | | | | | 42,676 | I | By BRR Holding, LLC (2) |
| Common Stock | | | | | | | | 1,000 | I | By Carolinn Gould IRA |

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

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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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Warrants | \$ 12.5 | | | | | | (3) | 10/31/2020 | Common Stock | 132,420 | | 132,420 | I | By CGR63, LLC (1) |
| Warrants | \$ 12.5 | | | | | | (3) | 10/31/2020 | Common Stock | 1,500 | | 1,500 | I | By BRR Holding, LLC (2) |
| Warrants | \$ 12.5 | | | | | | (3) | 10/31/2020 | Common Stock | 3,900 | | 3,900 | I | By Spouse Bruce M. Rodgers IRA |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gould Carollinn 302 KNIGHTS RUN AVE., SUITE #1000 TAMPA, FL 33602 | X | X | Vice President | |

Signatures

| | | |
|---|--|-----------------------------------|
| s/ Aaron Gordon, Attorney-in-Fact for Carollinn Gould <small>Signature of Reporting Person</small> | | 09/29/2016 <small>Date</small> |
|---|--|-----------------------------------|

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).

Bruce M. Rogers and Carollinn Gould, husband and wife, and their family, including trusts or custodial accounts of minor children of each of Mr. Rodgers and Ms. Gould, own
(1) 100% of the outstanding membership interests of CGR63, LLC. The reporting person disclaims beneficial ownership of these shares except to the extent of the reporting person's pecuniary interest in the shares.

Bruce M. Rogers and Carollinn Gould, husband and wife, and their family, including trusts or custodial accounts of minor children of each of Mr. Rodgers and Ms. Gould, own
(2) 100% of the outstanding membership interests of BRR Holding, LLC. The reporting person disclaims beneficial ownership of these shares except to the extent of the reporting person's pecuniary interest in the shares.

(3) Immediately Exercisable

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.