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

OMB APPR	OVAL					
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Estimated average burden						
hours per response	0.5					

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

ype Kesponse	15)														
I. Name and Address of Reporting Person * Strumingher Jennifer				2. Issuer Name and Ticker or Trading Symbol SG BLOCKS, INC. [SGBX]					5. R	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
BLOCKS,	INC., 3 COLUM	DITC CID CLE	3. Date of Earliest Transaction (Month/Day/Year) 07/30/2014					X							
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					_X_	6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person						
	(State)	(Zip)						ed							
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea		Date	2A. Deemed Execution Date, if		Date, if	(Instr. 8)		4. Securities Acquired		d 5. Amount of Se Owned Followin Transaction(s)		ecurities Beneficially		6. 7. Ownership Form: B	eneficial
			(Month	/Day	y/ Y ear)	Cod	e V			Ì	or Indire		or Indirect (I	wnership nstr. 4)	
contained in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned															
Security or Exercise (Month/Day/Year) any		Transaction Deriva Code Securii (Instr. 8) Acquii or Disj of (D) (Instr.		Derivat Securiti Acquire or Disp of (D)	Expiration Date (Month/Day/Year) (Month/		of U Sec	7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	(A)	(D)	Date Exercisab		n Title	e	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
					750,00	00	<u>(2)</u>	07/29/20	1241	mmon tock	750,000	\$ 0	750,000	D	
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If Amendment, Date Original Filed(Month/Day/Year) ORK, NY 10019 Table 1 - Non-Derivative Securities Acquired, Disposed of, or Bene Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired (A) or Disposed of, or Bene Office (Go., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Bene Office (Go., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Co., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Co., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Co., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Co., and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Co., and 5) Total Conversion (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Co., and 5) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Co., and 5) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Co., and 5) Table II - Derivative Securities (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Co., and 5) Table II - Derivative Securities	gher Jennifer SG BLOCKS, INC. 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Barrandia a Orman Nama / Addissa	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Strumingher Jennifer C/O SG BLOCKS, INC. 3 COLUMBUS CIRCLE, 16TH FLOOR NEW YORK, NY 10019			Chief Administrative Officer				

Signatures

/s/ Jennifer Strumingher	07/31/2014
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) Acquired pursuant to Issuer's 2014 Incentive Stock Plan.
- (2) 250,000 options vest on July 30, 2014; 250,000 options vest on July 30, 2015; and 250,000 options vest on July 30, 2016.

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.