

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>OBRIEN MORGAN E</u> (Last) (First) (Middle) <u>3 GARRET MOUNTAIN PLAZA</u> <u>SUITE 401</u> (Street) <u>WOODLAND NJ 07424</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/30/2015</u>	3. Issuer Name and Ticker or Trading Symbol <u>Pacific DataVision, Inc. [PDVW]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice Chairman of the Board</u>	5. If Amendment, Date of 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)
<u>Common Stock</u>	<u>10,434⁽¹⁾</u>	<u>D</u>	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Stock Option (Right to Buy)</u>	<u>(2)</u>	<u>05/14/2024</u>	<u>Common Stock</u> <u>135,000</u>	<u>20</u>	<u>D</u>	
<u>Stock Option (Right to Buy)</u>	<u>(3)</u>	<u>01/29/2025</u>	<u>Common Stock</u> <u>165,000</u>	<u>25</u>	<u>D</u>	

Explanation of Responses:

- Includes fully vested Restricted Stock Units in the amount of 7,549 shares with a settlement date May 12, 2017. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's Common Stock.
- 25% of the option shares vest and become exercisable on June 10, 2015 with the remaining shares vesting in 3 equal annual installments thereafter.
- 100,000 shares are fully vested and exercisable as of January 29, 2015 with the remaining shares vesting in 4 equal annual installments thereafter.

Remarks:

/s/ Morgan O'Brien **01/30/2015**

** 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 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).

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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