

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 * <b>Buck Paul</b>		2. Issuer Name and Ticker or Trading Symbol <b>CNS RESPONSE, INC. [CNSO]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Chief Financial Officer</b>	
(Last) (First) (Middle) <b>C/O CNS RESPONSE, INC., 85 ENTERPRISE, SUITE 410</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>08/09/2013</b>			
(Street) <b>ALISO VIEJO, CA 92656</b>		4. 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	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	08/12/2013		C		114,000	A	\$ 0.25	236,083	D	
Common Stock	08/12/2013		M		245,450	A	\$ 0.25	481,533	D	

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	(A)	(D)	Date Exercisable	Expiration Date						Title
Convertible Promissory Note	\$ 1	08/09/2013		P		\$ 25,000		08/09/2013	10/01/2014	Common Stock	25,000	(1)	\$ 75,000	D	
Convertible Promissory Note	\$ 0.25	08/12/2013		C		\$ 25,000		08/09/2013	10/01/2014	Common Stock	114,000	(2)	\$ 50,000	D	
Convertible Promissory Note	\$ 0.25	08/12/2013		M		\$ 50,000		02/15/2011	10/01/2014	Common Stock	245,450	(3)	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Buck Paul C/O CNS RESPONSE, INC. 85 ENTERPRISE, SUITE 410 ALISO VIEJO, CA 92656			Chief Financial Officer	

## Signatures

/s/ Paul Buck	08/13/2013
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) Note purchased represents 50% of the aggregate principal amount of a \$50,000 note originally issued in January 2012 to a third party and acquired for \$25,000 by the reporting person.
- (2) On August 12, 2013, the Reporting Person converted \$25,000 in aggregate principal amount of the note acquired on August 9, 2013 with accrued interest thereon of \$3,500.00 at a conversion price of \$0.25 per share of common stock (reduced from the previous conversion price of \$1.00).
- (3) On August 12, 2013, the Reporting Person converted \$50,000 in aggregate principal amount of a note acquired on February 15, 2011 with accrued interest thereon of \$11,362.50 at a conversion price of \$0.25 per share of common stock (reduced from the previous conversion price of \$1.00).

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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