

WIDEPOINT CORP
Form SC 13D/A
June 16, 2017

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

WidePoint Corporation
(Name of Issuer)

Common Stock, \$0.001 par value per share
(Title of Class of Securities)

967590100
(CUSIP Number)

Brett Hendrickson

2305 Cedar Springs Rd., Suite 420

Dallas, TX 75201

(972) 590-4100

with a copy to:

Aneliya Crawford, Esq.

Schulte Roth & Zabel LLP

919 Third Avenue

New York, New York 10022

(212) 756-2000
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and
Communications)

June 16, 2017

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. []

(Page 1 of 5 Pages)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 967590100 SCHEDULE 13D/A Page 2 of 5 Pages

1 NAME OF REPORTING PERSON

Nokomis Capital, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) " A GROUP

3 SEC USE ONLY

4 SOURCE OF FUNDS

5 AF/OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

6

Texas

7 SOLE VOTING POWER

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

8 -0- SHARED VOTING POWER

9 12,774,251 SOLE DISPOSITIVE POWER

10 -0- SHARED DISPOSITIVE POWER

11 12,774,251 AGGREGATE AMOUNT

BENEFICIALLY
OWNED BY EACH
PERSON

12,774,251

12

CHECK IF THE
AGGREGATE
AMOUNT IN

ROW (11) ..

EXCLUDES

CERTAIN

SHARES

PERCENT OF CLASS

13

REPRESENTED BY

AMOUNT IN ROW (11)

15.4%

14

TYPE OF REPORTING
PERSON

IA, OO

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1 NAME OF REPORTING PERSON

Brett Hendrickson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) " A GROUP

3 SEC USE ONLY

4 SOURCE OF FUNDS

5 AF/OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

6 United States

7 SOLE VOTING POWER

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: -0- SHARED VOTING POWER

9 12,774,251 SOLE DISPOSITIVE POWER

10 -0- SHARED DISPOSITIVE POWER

12,774,251

| | |
|-----------|---|
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON |
| 12 | 12,774,251 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) .. EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) |
| 13 | |
| 14 | 15.4% TYPE OF REPORTING PERSON HC, IN |

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This Amendment No. 1 ("Amendment No. 1") amends and supplements the statement on Schedule 13D filed with the Securities and Exchange Commission (the "SEC") on April 5, 2017 (the "Original Schedule 13D", together with this Amendment No. 1, the "Schedule 13D") with respect to the shares of common stock, \$0.001 par value (the "Shares"), of WidePoint Corporation (the "Issuer"). Capitalized terms used herein and not otherwise defined in this Amendment No. 1 have the meanings set forth in the Original Schedule 13D. This Amendment No. 1 amends Item 4 as set forth below.

Item 4. PURPOSE OF TRANSACTION

Item 4 of the Schedule 13D is hereby amended and supplemented by the addition of the following:

On June 16, 2017, Nokomis Capital, L.L.C. submitted to the Issuer a notice of its intention to nominate Alan Howe, Paul Johnson, and Philip Richter for election to the Issuer's Board of Directors at the 2017 annual meeting of stockholders of the Issuer (the "Annual Meeting").

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SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: June 16, 2017

Nokomis Capital, L.L.C.

/s/ Brett Hendrickson

Name: Brett Hendrickson

Title: Manager

Brett hendrickson

/s/ Brett Hendrickson

Name: Brett Hendrickson

Title: Principal