

Marathon Patent Group, Inc.  
Form 8-K  
March 17, 2014

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

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): March 13, 2014

MARATHON PATENT GROUP, INC.  
(Exact Name of Registrant as Specified in Charter)

Nevada  
(State or other jurisdiction  
of incorporation)

000-54652  
(Commission File Number)

01-0949984  
(IRS Employer  
Identification No.)

2331 Mill Road, Suite 100  
Alexandria, VA  
(Address of principal  
executive offices)

22314  
(Zip Code)

Registrant's telephone number, including area code: (703) 232-1701

(Former name or former address, if changed since last report)

Copies to:  
Harvey J. Kesner, Esq.  
61 Broadway, 32nd Floor  
New York, New York 10006  
Telephone: (212) 930-9700

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



ITEM ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

1.01

On March 13, 2014, Relay IP, Inc. (“Relay IP”), a Delaware corporation and a wholly owned subsidiary of Marathon Patent Group, Inc. (the “Company”), entered into a patent license agreement (the “Relay IP Agreement”) with RPX Corporation, a Delaware corporation (“RPX”). The Relay IP Agreement provides for the licensing of a certain patent to RPX at the closing of the transaction.

On March 13, 2014, Sampo IP, LLC (“Sampo IP”), a Virginia corporation and a wholly owned subsidiary of the Company, entered into a patent license agreement (the “Sampo IP Agreement,” and together with the Relay IP Agreement, the “IP Agreements”) with RPX. The Sampo IP Agreement provides for the licensing of certain patents to RPX at the closing of the transaction.

The above description of the transactions and agreements discussed herein does not purport to be complete and is qualified in its entirety by the respective IP Agreement. To the extent required by rules and regulations promulgated by the Securities and Exchange Commission, the Company intends file the IP Agreements with its Quarterly Report on Form 10-Q for the quarter ended March 31, 2014 (“Form 10-Q”). To the extent that the IP Agreements are filed, the Company plans seek confidential treatment for certain terms of the IP Agreements at the time of filing of the Form 10-Q.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 17, 2014

MARATHON PATENT GROUP,  
INC.

By: /s/ Doug Croxall  
Name: Doug Croxall  
Title: Chief Executive Officer