Roberts Kent Charles II Form 3 August 23, 2011

FORM 3

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

OMB APPROVAL

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corporation wholly owned by

Reporting Person.

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

Common Stock

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement BIOLARGO, INC. [BLGO] À Roberts Kent Charles II (Month/Day/Year) 08/18/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1146 OXFORD ROAD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X__ Director 10% Owner _X_ Form filed by One Reporting Officer Other Person SAN MARINO, CAÂ 91108 (give title below) (specify below) Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Title in the securities held by a

86,225

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

I

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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)	Price of	Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Derivative	Security:	

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Convertible Promissory Note	03/31/2009	10/15/2011 <u>(1)</u>	Common Stock	400,000	\$ 0.5	I	Title in the securities held by a corporation wholly owned by Reporting Person.
Warrant to Purchase Common Stock	03/31/2009	10/15/2011	Common Stock	400,000	\$ 1	I	Title in the securities held by a corporation wholly owned by Reporting Person.
Option to Purchase Common Stock	08/18/2012(3)	08/18/2021	Common Stock	8,334	\$ 0.35	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
Roberts Kent Charles II 1146 OXFORD ROAD SAN MARINO, CA 91108	ÂX	Â	Â	Â			

Signatures

Reporting Person

Kent Charles
Roberts II

**Signature of Date

Explanation of Responses:

- * 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).
- The Reporting Person, through a corporation wholly owned by Reporting Person, purchased a convertible promissory note from the

 (1) Issuer pursuant to its Fall 2008 private securities offering. The note matures on October 15, 2011, and may be converted at that time into common stock by the Issuer, or at any time by the Reporting Person.
 - The principal amount of hte convertible promissory note is convertible into 400,000 shares of the Issuer's common stock at a conversion rate of \$0.50 per share. In addition to the principal, the note accrues interest at a annual rate of 10%, and allows the Issuer, at its option, to
- (2) pay the accrued interest in cash or in common stock. The number of shares indicated in this Form 3, 400,000, includes only the shares issuable upon conversion of the principal, and does not include shares issuable should the Issuer choose to pay interest by converting to common stock.
- (3) This Option to Purchase Common Stock was issued to the Reporting Person automatically on August 18, 2011, pursuant to the terms of the Issuer's 2007 Equity Incentive Plan, upon being elected as an non-employee Director of the Issuer.

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.

Reporting Owners 2