MELBY COLTON

Form 4

February 12, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

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)

1(b).

(Last)

1.Title of

Security

(Instr. 3)

Common

Stock

may continue.

See Instruction

1. Name and Address of Reporting Person * **MELBY COLTON**

(First) (Middle)

2. Transaction Date 2A. Deemed

14500 NORTH NORTHSIGHT SUITE 221

(Street)

2. Issuer Name and Ticker or Trading Symbol

Waytronx, Inc. [WYNX]

3. Date of Earliest Transaction (Month/Day/Year) 02/12/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X_ Director 10% Owner Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

SCOTTTSDALE, AZ 85260

(City) (State) (Zip)

(Month/Day/Year)

02/12/2009

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

P

4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D)

Code V Amount (D)

1,167

(Instr. 8) (Instr. 3, 4 and 5)

or

Owned Following Reported (A)

0.09

Securities Beneficially Transaction(s)

7. Nature of Ownership Form: Direct (D) or Indirect (I)

Indirect Beneficial Ownership (Instr. 4)

(Instr. 4)

(Instr. 3 and 4) Price

7,885,077 I

Partnership (1)

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

Execution Date, if

(Month/Day/Year)

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date		Amount of	Derivative	Deriv	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities		(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)			Owne	
	Security				Acquired	ired					Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					.,						
									Amount		
						Date	Expiration Date	Title	or		
						Exercisable			Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MELBY COLTON 14500 NORTH NORTHSIGHT SUITE 221 X SCOTTTSDALE, AZ 85260

Signatures

/Colton Melby/ 02/12/2009

**Signature of Date
Reporting Person

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) Stock is owned in the name of a partnership in which the shareholder owns a controlling interest.

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.

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