

PRIDDY ROBERT L

Form 3

August 09, 2010

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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)

1. Name and Address of Reporting
Person *

CVC CALIFORNIA LLC

(Last)

(First)

(Middle)

525 OKEECHOBEE
BLVD., SUITE 1050

(Street)

WEST PALM
BEACH, FL 33401

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/30/2010

3. Issuer Name and Ticker or Trading Symbol

TALON INTERNATIONAL, INC. [TALN.OB]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
____ Form filed by One Reporting
Person
X Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,750,000

D ⁽¹⁾ AReminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Series B Convertible Preferred Stock	Â (2)	Â (2)	Common Stock 40,716,000 \$ 0	D (1) Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CVC CALIFORNIA LLC 525 OKEECHOBEE BLVD. SUITE 1050 WEST PALM BEACH,Â FLÂ 33401	Â	Â X	Â	Â
ComVest Capital, LLC ONE NORTH CLEMATIS STREET SUITE 300 WEST PALM BEACH,Â FLÂ 33401	Â	Â X	Â	Â
COMVEST CAPITAL MANAGEMENT LLC ONE NORTH CLEMATIS STREET SUITE 300 WEST PALM BEACH,Â FLÂ 33401	Â	Â X	Â	Â
PRIDDY ROBERT L 9955 AIRTRAN BLVD. * ORLANDO,Â FLÂ 32827	Â	Â X	Â	Â
FALK MICHAEL 830 THIRD AVENUE 4TH FLOOR NEW YORK,Â NYÂ 10017	Â	Â X	Â	Â

Signatures

CVC CALIFORNIA, LLC, /s/ Cecilio M. Rodriguez, Chief Financial Officer	08/09/2010	
__Signature of Reporting Person		Date
COMVEST CAPITAL, LLC, /s/ Cecilio M. Rodriguez, Chief Financial Officer	08/09/2010	
__Signature of Reporting Person		Date
COMVEST CAPITAL MANAGEMENT LLC, /s/ Cecilio M. Rodriguez, Chief Financial Officer	08/09/2010	
__Signature of Reporting Person		Date
/s/ Robert L. Priddy, Individually	08/09/2010	
__Signature of Reporting Person		Date

/s/ Michael S. Falk, Individually

08/09/2010

Signature of Reporting Person

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).

As of the date hereof, CVC California, LLC, a Delaware limited liability company (the "Reporting Person"), directly beneficially owns the securities reported herein. ComVest Capital, LLC ("Capital") indirectly beneficially owns each of the derivative securities listed herein by virtue of the fact that Capital is the sole member and the managing member of the Reporting Person. ComVest Capital

(1) Management LLC ("Management") indirectly beneficially owns each of the derivative securities listed herein by virtue of the fact that Management is the managing member of Capital. Michael S. Falk and Robert L. Priddy may be deemed to indirectly beneficially own the securities listed herein by virtue of the fact that they are co-managing members of Management. Messrs. Falk and Priddy disclaim beneficial interest in such securities other than that portion which corresponds with their membership interest in Management.

(2) Each share of Series B Convertible Preferred Stock is immediately convertible into 100 shares of common stock of the issuer. The Series B Convertible Preferred Stock has no expiration date.

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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