

EQUUS TOTAL RETURN, INC.  
Form SC 13D/A  
June 10, 2010

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13D/A**  
[Rule 13d-101]

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
§ 240.13d-2(a)  
(Amendment No. 3)\*

**Equus Total Return, Inc.**

(Name of Issuer)

Common Stock, par value \$0.001

(Title of Class of Securities)

294766100

(CUSIP Number)

Fraser Atkinson  
Mobiquity Investments Limited  
19105 36<sup>th</sup> Avenue West  
Suite 213  
Lynnwood, WA 98036  
(800) 262-1633

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

June 9, 2010

(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), 13d-1(f) or 13d-1(g), check the following box.

*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* 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. 294766100

13D/A

Page 2 of 5 Pages

- 1** NAME OF REPORTING PERSON **Mobiquity Investments Limited**  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 39-2076210
- 2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a)  (b)
- 3** SEC USE ONLY
- 4** SOURCE OF FUNDS (See Instructions)  
**AF**
- 5** CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
- 6** CITIZENSHIP OR PLACE OF ORGANIZATION  
**Washington**
- |                       |           |  |
|-----------------------|-----------|--|
|                       | <b>7</b>  | SOLE VOTING POWER<br><b>822,031</b>      |
| Number of Shares      | <b>8</b>  | SHARED VOTING POWER<br><b>0</b>          |
| Beneficially Owned by | <b>9</b>  | SOLE DISPOSITIVE POWER<br><b>822,031</b> |
| Each Reporting        | <b>10</b> | SHARED DISPOSITIVE POWER<br><b>0</b>     |
| Person with           |           |  |
- 11** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
**822,031**
- 12** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Instructions)
- 13** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
**9.28%**
- 14** TYPE OF REPORTING PERSON (See Instructions)  
**CO**

CUSIP No. 294766100

13D/A  
SCHEDULE 13D

Page 3 of 5 Pages

CUSIP No.  
294766100

- 1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (entities only)  
**Versatile Systems Inc.**
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  
(a)  (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS (See Instructions)  
**WC**
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
**Canada**
- |  |    |                          |                |
|--|----|--------------------------|----------------|
|  | 7  | SOLE VOTING POWER        | <b>822,031</b> |
|  | 8  | SHARED VOTING POWER      | <b>0</b>       |
| Number of Shares<br>Beneficially Owned by<br>Each Reporting<br>Person with | 9  | SOLE DISPOSITIVE POWER   | <b>822,031</b> |
|  | 10 | SHARED DISPOSITIVE POWER | <b>0</b>       |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
**822,031**
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Instructions)
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
**9.28%**
- 14 TYPE OF REPORTING PERSON (See Instructions)  
**CO**



CUSIP No. 294766100

13D/A

Page 4 of 5 Pages

**Item 1. Security and Issuer.**

This Amendment No. 3 to Schedule 13D (this Amendment No. 3 ) amends and supplements the Statement on Schedule 13D filed on October 5, 2009 by the Reporting Persons (the Original 13D ), as amended by Amendment No. 1, dated April 14, 2010 and Amendment No. 2, dated May 26, 2010 (the Original 13D, together with the amendments, the Schedule 13D ) with respect to the shares of common stock (the Common Stock ) of Equus Total Return, Inc., a Delaware corporation (the Fund ). This Amendment No. 3 is being filed to amend or supplement Items 4 and 6 of the Schedule 13D. Except as herein amended or supplemented all other information in the Schedule 13D is as set forth therein. Capitalized terms used herein but not defined shall have the meanings ascribed thereto in the Schedule 13D.

**Item 4. Purpose of Transaction.**

The information set forth in Item 4 of the Schedule 13D is hereby amended and supplemented as follows:

On June 9, 2010, the Fund announced that John Hardy was appointed the Executive Chairman of the Fund and that Fraser Atkinson was appointed the Chair of the Fund s Audit Committee.

Other than as supplemented herein, the Reporting Persons continue to have the purposes and intentions as more fully set forth in the Schedule 13D.

**Item 6. Contracts, Arrangements, Understandings or Relationships with respect to Securities of the Issuer.**

See the discussion of John Hardy and Fraser Atkinson s respective appointments as referenced in Item 4 above.

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CUSIP No. 294766100

13D/A  
SIGNATURES

Page 5 of 5 Pages

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 10, 2010

MOBIQUITY INVESTMENTS LIMITED

By: /s/ Fraser Atkinson

Fraser Atkinson  
Chief Financial Officer

VERSATILE SYSTEMS INC.

By: /s/ John Hardy

John Hardy  
Chief Executive Officer

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