Camelot Entertainment Group, Inc.

Form 4

March 20, 2008

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

Symbol

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

Common

Common

Stock

Stock

03/06/2008

03/06/2008

(Print or Type Responses)

ATWELL ROBERT P

1. Name and Address of Reporting Person \*

				Camelot Entertainment Group, Inc. [CMEG]				nc.	(Check all applicable)				
	(Last) 130 VANT	, ,	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/06/2008			_	_X DirectorX 10% OwnerX Officer (give title Other (specify below)  President & CEO					
		(Street)	4. If Amendment, Date Origina Filed(Month/Day/Year)					$A_1$	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
ALISO VIEJO, CA 92656										Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tal	ble I - Nor	1-Derivative S	Securiti	ies Acquir	ed, Disposed of, o	r Beneficially	y Owned		
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/Da	Date, if	3. Transacti Code (Instr. 8)		(D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Common Stock	03/10/2008			S	2,000,000	D	\$ 0.002	2 13,027,083	I	Pres., The Atwell Group, LLC		

S

P

90,000

25,000

Pres., The

Atwell

Group, LLC

Pres.,

The

12,937,083

12,962,083

0.0031

0.0045

A

								Atwell Group, LLC
Common Stock	03/07/2008	P	10,000	A	\$ 0.0034	12,972,083	I	Pres., The Atwell Group, LLC
Common Stock	03/10/2008	P	10,000	A	\$ 0.003	12,982,083	I	Pres., The Atwell Group, LLC

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amoun	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	<ol><li>Derivativ</li></ol>	re		Securit	ies	(Instr. 5)
	Derivative				Securitie	S		(Instr. 3	3 and 4)	
	Security				Acquired	l				
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	1 itie	Number	
									of	
				Code	V (A) (D)				Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
ATWELL ROBERT P								
130 VANTIS #140	X	X	President & CEO					
ALISO VIEJO, CA 92656								

Reporting Owners 2

# **Signatures**

ROBERT P. 03/19/2008 ATWELL

\*\*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).

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.

Signatures 3