

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Manko Joseph M. Jr.</u>	2. Date of Event Requiring Statement (Month/Day/Year) 09/07/2018	3. Issuer Name and Ticker or Trading Symbol <u>CREATIVE REALITIES, INC. [CREX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) 1717 ARCH STREET SUITE 3920			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) PHILADELPHIA PA 19103			
(City) (State) (Zip)			

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	0	D	
Common Stock	166,073	I	by Horton Capital Partners Fund, LP ("HCPF") ⁽¹⁾

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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Preferred Stock	(2)	(3)	Common Stock	116,118	7.65 ⁽⁴⁾	I	By HCPF ⁽¹⁾
2014 Warrants	(2)	08/21/2019	Common Stock	31,250	7.36	I	By HCPF ⁽¹⁾
2015 Warrants	(2)	12/28/2020	Common Stock	8,929	6.26	I	By HCPF ⁽¹⁾

Explanation of Responses:

1. Pursuant to investment management agreements, Horton Capital Management, LLC ("HCM") maintains investment and voting power with respect to shares of common stock of the issuer held by HCPF. However, despite the delegation of investment and voting power to HCM, Horton Capital Partners, LLC ("HCP") may be deemed to be the beneficial owner of such securities under Rule 13d-3 of the Securities Exchange Act of 1934, as amended, because HCP has the right to acquire investment and voting power through termination of investment management agreements with HCM. HCP is the general partner of HCPF. Mr. Manko is the managing member of both HCM and HCP.

2. Currently exercisable. Subject to a conversion cap that precludes the holder from converting the shares into common stock to the extent that the holder would, after such conversion or exercise, beneficially own in excess of 4.99% of the outstanding common stock of the Issuer.

3. No expiration date.

4. 138,297 shares of Series A Preferred Stock is convertible into 116,118 shares of common stock (as adjusted for a 1 for 30 reverse stock split on 10/27/2018).

/s/ Joseph M. Manko Jr.

01/03/2019

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.