EISEN HARVEY P Form 4 July 02, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

See Instruction 1(b).

(Last)

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading EISEN HARVEY P Symbol GP STRATEGIES CORP [GPX]

(Middle)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(First) BEDFORD OAK PARTNERS, 100 3. Date of Earliest Transaction (Month/Day/Year)

06/30/2010

Filed(Month/Day/Year)

_X__ Director 10% Owner Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

SOUTH BEDFORD ROAD

(Street)

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MOUNT KISCO, NY 10549

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ities Acq	uired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	06/30/2010		Code V	Amount 900	(A) or (D)	Price \$ 0 (1)	Reported Transaction(s) (Instr. 3 and 4)	D	
Stock Common Stock	06/30/2010		A	1,162	A	\$ 7.26 (2)	34,485	D	
Common Stock							350,000	I	Indirect (3)

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					(Instr. 3, 4, and 5)	Date	Expiration		Amount		
				Code V	(A) (D)	Exercisable	Date	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
EISEN HARVEY P BEDFORD OAK PARTNERS 100 SOUTH BEDFORD ROAD MOUNT KISCO, NY 10549	X					

Signatures

By: Kenneth L. Crawford For: Harvey P. 07/02/2010 Eisen

> **Signature of Reporting Person Date

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).
- Represents a portion of the quarterly Director fees for the quarter ended June 30, 2010 paid in shares of the Registrant's Common Stock.
- Quarterly Director fee for the quarter ended June 30, 2010, which such Director elected partial payment in shares of Common Stock in **(2)** lieu of cash.

Shares owned directly by Bedford Oak Partners, L.P. (the "Partnership"). A portion of these securities may also be deemed to be owned beneficially indirectly by Bedford Oak Management, LLC, the general partner of the Partnership (the "General Partner"), and by Harvey

P. Eisen, the Managing Member of the General Partner, in accordance with the respective "pecuniary interests" of such persons (within the meaning of Exchange Act Rule 16a-1(a)(2). An affiliated entity, Bedford Oak Advisors, LLC as investment manager of the Partnership ("Advisors") has the power to vote and dispose of such shares but has no pecuniary interest therein. The General Partner and Mr. Eisen disclam any beneficial interest in such securities in excess of such pecunary 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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