Form 4 obligations may continue. See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

Rizvi Traverse Management, LLC

2. Issuer Name and Ticker or Trading Symbol

Square, Inc. [ SQ ]

3. Date of Earliest Transaction (MM/DD/YYYY)

5/6/2016

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___Director

___ Officer (give title below)

___ Other (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 Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>5/6/2016</td>
<td>C</td>
<td>565210</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/6/2016</td>
<td>C</td>
<td>29470</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/6/2016</td>
<td>C</td>
<td>11349190</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/6/2016</td>
<td>C</td>
<td>1221170</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/17/2016</td>
<td>J</td>
<td>11349190</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>5/19/2016</td>
<td>J</td>
<td>1221170</td>
<td>$0</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable or Expiration Date</th>
<th>Title of Underlying Securities (Instr. 3 and 4)</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form of Derivative Security (Instr. 1)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td>(4)</td>
<td>5/6/2016</td>
<td>C</td>
<td>565210 (8)</td>
<td>(7)</td>
<td>Class A Common Stock</td>
<td>565210</td>
<td>0</td>
<td>0</td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td>(4)</td>
<td>5/6/2016</td>
<td>C</td>
<td>29470 (8)</td>
<td>(7)</td>
<td>Class A Common Stock</td>
<td>29470</td>
<td>0</td>
<td>0</td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td>(4)</td>
<td>5/6/2016</td>
<td>C</td>
<td>11349190 (8)</td>
<td>(7)</td>
<td>Class A Common Stock</td>
<td>11349190</td>
<td>0</td>
<td>0</td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td>(4)</td>
<td>5/6/2016</td>
<td>C</td>
<td>1221170 (8)</td>
<td>(7)</td>
<td>Class A Common Stock</td>
<td>1221170</td>
<td>0</td>
<td>0</td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
</tbody>
</table>

Explanation of Responses:

( Shares held directly by Rizvi Opportunistic Equity Fund II, L.P. Rizvi Traverse Management II, LLC (the manager of Rizvi Opportunistic Equity Fund II, L.P.), and John Giampetroni and Suhail Rizvi (the managers of Rizvi Traverse Management II, LLC) have sole voting and investment power over the securities held by Rizvi Opportunistic Equity Fund II, L.P. Such persons and entities disclaim beneficial ownership of shares held by Rizvi Opportunistic Equity Fund II, L.P. except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission... 0.5

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of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(2) Shares held directly by Rizvi Traverse Partners II, LLC. Rizvi Traverse Management II, LLC (the manager of Rizvi Traverse Partners II, LLC), and John Giampetroni and Suhail Rizvi (the managers of Rizvi Traverse Management II, LLC) have sole voting and investment power over the securities held by Rizvi Traverse Partners II, LLC. Such persons and entities disclaim beneficial ownership of shares held by Rizvi Traverse Partners II, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(3) Shares held directly by RT Spartan IV, LLC. RT-SQ Management, LLC (the manager of RT Spartan IV, LLC), and John Giampetroni and Suhail Rizvi (the managers of RT-SQ Management, LLC) have sole voting and shared investment power over the securities held by RT Spartan IV, LLC. Such persons and entities disclaim beneficial ownership of shares held by RT Spartan IV, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(4) Shares held directly by RT SQ Co-Invest, LLC. RT-SQ Management, LLC (the manager of RT SQ Co-Invest, LLC), and John Giampetroni and Suhail Rizvi (the managers of RT-SQ Management, LLC) have sole voting and investment power over the securities held by RT SQ Co-Invest, LLC. Such persons and entities disclaim beneficial ownership of shares held by RT SQ Co-Invest, LLC except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(5) The transaction reported on this line represents a pro rata liquidating distribution, and not a purchase or sale of securities, by RT Spartan IV, LLC, to its members without consideration.

(6) The transaction reported on this line represents a pro rata liquidating distribution, and not a purchase or sale of securities, by RT SQ Co-Invest, LLC, to its members without consideration.

(7) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

(8) The holder elected to convert the shares of Class B Common Stock into Class A Common Stock.

Remarks:
This report is filed as one of two to report related transactions for the following filers: Rizvi Traverse Management, LLC; John Giampetroni; Suhail Rizvi; Rizvi Opportunistic Equity Fund, L.P.; Rizvi Opportunistic Equity Fund (TI), L.P.; Rizvi Opportunistic Equity Fund I-B, L.P.; Rizvi Opportunistic Equity Fund I-B (TI), L.P.; Rizvi Traverse Partners, LLC; Rizvi Traverse Management II, LLC; Rizvi Opportunistic Equity Fund II, L.P.; Rizvi Traverse Partners II, LLC; RT-SQ Management, LLC; RT Spartan IV, LLC; and RT SQ Co-Invest, LLC.
Signatures

Suhail Rizvi, Managing Director Rizvi Traverse Management, LLC

**Signature of Reporting Person**

5/19/2016

Date

John Giampetroni

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director Rizvi Traverse Management II, LLC

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director of Rizvi Traverse Management II, LLC, the Manager of Rizvi Opportunistic Equity Fund II, L.P.

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director of Rizvi Traverse Management II, LLC, the Manager of Rizvi Traverse Partners II, LLC

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director RT-SQ Management, LLC

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director of RT-SQ Management, LLC, the Manager of RT Spartan IV, LLC

**Signature of Reporting Person**

5/19/2016

Date

Suhail Rizvi, Managing Director of RT-SQ Management, LLC, the Manager of RT SQ Co-Invest, LLC

**Signature of Reporting Person**

5/19/2016

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 4(b)(v).


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 control number.