

Garrett Brian  
Form 3  
March 10, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Garrett Brian		(Month/Day/Year)	QUEPASA CORP [QPSA]	
(Last)	(First)	(Middle)	03/01/2011	
C/O QUEPASA CORPORATION,Â 10900 WILSHIRE BLVD. SUITE 400			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)
			(give title below) (specify below)	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			Vice President of Strategy	<input type="checkbox"/> Form filed by More than One Reporting Person
LOS ANGELES,Â CAÂ 90024				
(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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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.**

**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 of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	Â (1)	01/01/2019	Common Stock	45,833	\$ 1	D	Â
Stock Options (Right to Buy)	Â (2)	11/09/2019	Common Stock	209,000	\$ 1.75	D	Â
Stock Options (Right to Buy)	Â (3)	12/21/2019	Common Stock	20,000	\$ 2.2	D	Â
Stock Options (Right to Buy)	Â (4)	02/26/2020	Common Stock	14,388	\$ 4.95	D	Â
Stock Options (Right to Buy)	Â (5)	09/26/2020	Common Stock	90,000	\$ 4.95	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Garrett Brian C/O QUEPASA CORPORATION 10900 WILSHIRE BLVD. SUITE 400 LOS ANGELES, CA 90024	Â	Â	Â Vice President of Strategy	Â

## Signatures

/s/ Brian Garrett                      03/09/2011

\*\*Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* 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).
- (1) Of the options (i) one-third vested on January 1, 2010, and (ii) the rest vest monthly in equal increments over a 24-month period, subject to continued employment on each applicable vesting date.
- (2) The options vest quarterly in equal increments over a three-year period with the first vesting date being November 9, 2009, subject to continued employment on each applicable vesting date.
- (3) Of the options, one-third will vest each December 21st over a three-year period with the first vesting date being December 21, 2010, subject to continued employment on each applicable vesting date.
- (4) The options vest monthly in equal increments over a 12-month period, with the first vesting date being February 11, 2011, subject to continued employment on each applicable vesting date.
- (5) Of the options, one-third will vest each January 1st over a three-year period with the first vesting date being January 1, 2011, subject to continued employment on each applicable vesting date.

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.