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
   McKelvey James Morgan Jr.
   1455 MARKET STREET, SUITE 600
   SAN FRANCISCO, CA 94103

2. Issuer Name and Ticker or Trading Symbol
   Square, Inc. [ SQ ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   12/18/2018

4. If Amendment, Date Original Filed (MM/DD/YYYY)
   
5. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   __X__ Director
   ___ 10% Owner
   ___ Officer (give title below)
   ___ Other (specify below)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/18/2018</td>
<td>C (1)</td>
<td>340000</td>
<td>A</td>
<td>$0.00</td>
<td>412275</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>12/18/2018</td>
<td>G V</td>
<td>340000</td>
<td>D</td>
<td>$0.00</td>
<td>72275</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock (2)</td>
<td>12/18/2018</td>
<td>C (1)</td>
<td>340000</td>
<td>(A)</td>
<td>Class A Common Stock</td>
<td>340000</td>
<td>$0.00</td>
<td>2582000</td>
<td>D</td>
</tr>
<tr>
<td>Class B Common Stock (2)</td>
<td>12/18/2018</td>
<td>(2)</td>
<td>Class A Common Stock</td>
<td>13047347</td>
<td>13047347</td>
<td>I</td>
<td>See Footnote (3)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.

(2) 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.

(3) The shares are held of record by the James McKelvey, Jr. Revocable Trust dated July 2, 2014, for which the Reporting Person serves as a Trustee.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>McKelvey James Morgan Jr.</td>
<td>X X Director 10% Owner</td>
</tr>
</tbody>
</table>

Signatures

/s/ Shahzia Rahman, Attorney-in-Fact
12/20/2018

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.