

China Direct Investments, Inc.  
 Form 4/A  
 July 22, 2011

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
 China Direct Industries, Inc.

2. Issuer Name and Ticker or Trading Symbol  
 CHINA AMERICA HOLDINGS, INC. [CAAH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 431 FAIRWAY DRIVE, SUITE 200  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/22/2010

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

DEERFIELD BEACH, FL 33441

4. If Amendment, Date Original Filed(Month/Day/Year)  
 07/14/2011

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/22/2010		J(1)	8,000,000	A	0.0325	36,610,000 I See footnote (2) (3)
Common Stock	03/31/2010		J(1)	4,000,000	A	0.0325	40,610,000 I See footnote (2) (3)
Common Stock	04/06/2010		S	600,000	D	\$ 0.0325	40,010,000 I See footnote (2) (3)
Common Stock	04/08/2010		S	30,000	D	\$ 0.04	39,980,000 I See footnote

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									<u>(2)</u> <u>(3)</u>
Common Stock	04/12/2010	S	45,000	D	\$ 0.04	39,935,000	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	04/13/2011	S	160,000	D	\$ 0.04	39,775,000	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	04/14/2010	S	574	D	\$ 0.04	39,774,426	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	04/15/2010	S	210,926	D	\$ 0.04	39,563,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	04/16/2010	S	2,000	D	\$ 0.045	39,561,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	06/30/2010	<u>J</u> <sup>(1)</sup>	8,000,000	A	<u>(1)</u>	47,561,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	09/16/2010	S	250,000	D	\$ 0.022	47,311,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	09/20/2010	S	495,000	D	\$ 0.0275	46,816,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	09/30/2010	<u>J</u> <sup>(1)</sup>	8,000,000	A	<u>(1)</u>	54,816,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	12/31/2010	<u>J</u> <sup>(1)</sup>	8,000,000	A	<u>(1)</u>	62,816,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	03/31/2011	<u>J</u> <sup>(1)</sup>	8,000,000	A	<u>(1)</u>	70,816,500	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	06/30/2011	S	706,500	D	\$ 0.017	70,110,000	I		See footnote <u>(2)</u> <u>(3)</u>
Common Stock	06/30/2011	S	1,220,608	D	\$ 0.0135	68,889,392	I		See footnote <u>(2)</u> <u>(3)</u>

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

**Persons who respond to the collection of information contained in this form are not**

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(9-02)

required to respond unless the form displays a currently valid OMB control number.

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
China Direct Industries, Inc. 431 FAIRWAY DRIVE SUITE 200 DEERFIELD BEACH, FL 33441			X	
China Direct Investments, Inc. 431 FAIRWAY DRIVE, SUITE 200 DEERFIELD BEACH, FL 33441			X	
Capital One Resource Co., Ltd. ROOM 804, SINO CENTRE, 582-592 NATHAN RD HONG KONG, K3 852			X	
CDI Shanghai Management Co.,Ltd. 59 MAOMING RD. (S) W6351, JINJIANG JUNLING MANSION SHANGHAI, F4 200020			X	

## Signatures

/s/ Lazarus Rothstein (See signatures of other Reporting Persons on the attached Exhibit 99.3)

07/22/2011

\_\_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).

(1) Shares acquired as compensation valued at the amounts set forth on the table attached hereto as Exhibit 99.1.

Shares are owned directly by China Direct Investments, Inc., CDI Shanghai Management Co. and Capital One Resource Co., Ltd. all of which are subsidiaries of China Direct Industries, Inc. in the amounts set forth on the table attached hereto as Exhibit 99.2. China Direct Industries, Inc. is an indirect beneficial owner of the reported securities.

(3) Amended to include corrected Exhibit 99.2.

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

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