## Edgar Filing: LIME ENERGY CO. - Form 4

LIME ENERGY CC Form 4	).									
January 06, 2009								OMB A	PPROVAL	
	JNITED	STATES		RITIES A shington			COMMISSION	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT 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								Estimated burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5	
(Print or Type Responses	s)									
1. Name and Address of CAREY WILLIAM	Symbol	er Name <b>and</b> ENERGY		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 2202 NORTH WEST SHORE BLVD, 5TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 01/02/2009			X_ Director 10% Owner Officer (give title Other (specify below) below)				
			4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City) (Stat	te)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	action Date Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a s	eparate line	e for each cla	ass of sect	urities bene	Perso inforr requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities I
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. a	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase Lime Energy Co Co Common Stock	\$ 4.65	01/02/2009		A		3,572		01/02/2009	01/02/2019	Lime Energy Co Common Stock	3,572
Option to purchase Lime Energy Co Common Stock	\$ 4.65	01/02/2009		А		3,571		01/02/2010	01/02/2019	Lime Energy Co Common Stock	3,571

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1. 9	Director	10% Owner	Officer	Other				
CAREY WILLIAM RUSSELL JR 2202 NORTH WEST SHORE BLVD 5TH FLOOR TAMPA, FL 33607	Х							
Signatures								
Tammy Hogue, by power of attorney	01/06	01/06/2009						
<b>**</b> Signature of Reporting Person	Da	te						
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) Issued pursuant to Lime Energy's Directors' Stock Option Plan.

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.