## Edgar Filing: CAREY W P & CO LLC - Form 4

CAREY W	P & CO LLC										
Form 4											
June 06, 20	08										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
	this box								Expires:	anuary 31,	
if no lo subject Section Form 4	to <b>SIAIE</b> 16.	F CHANGES IN BENEFICIAL OWNERSHIP SECURITIES						Estimated ave burden hours response	0		
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)										
1. Name and Address of Reporting Person <u>*</u> CAREY FRANCIS			Symbol					Relationship of Reporting Person(s) to suer			
			CARE	YWP&	CO LLC [	WPC	2]	(Check	all applicable)		
(Last)	(First)	(Middle)	3. Date	of Earliest '	Transaction			× ×			
	CAREY & CO. I ELLER PLAZA	LLC, 50	(Month/ 06/04/	/Day/Year) 2008			_	X Director Officer (give ti low)	tle $$		
		4. If Amendment, Date Original				6.	6. Individual or Joint/Group Filing(Check				
			-					Applicable Line)			
NEW YO					Form filed by One Reporting Person Form filed by More than One Reporting on						
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative S	ecurit	ies Acquir	ed, Disposed of,	or Beneficially	Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/(Instr. 3)any (Month/Day/			Date, if TransactionDisposed of (D) Code (Instr. 3, 4 and 5)			red (A) or	5. Amount of Securities Beneficially Owned Following Beneted	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
				Coue v	Amount	(D)	\$				
Common Stock	06/04/2008			A <u>(1)</u>	911.4275	A	27.4295 (2)	503,862.789	91 D		

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 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 Derivati Security (Instr. 3	ive Convers	cise ive	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable a orNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer Other					
CAREY FRANCIS C/O W. P. CAREY & CO. I 50 ROCKEFELLER PLAZ NEW YORK, NY 10020		Х							
Signatures									
/s/ Francis J. Carey 0		06/06/2008							
**Signature of	Da	te							

\*\*Signature of Reporting Person

## **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) Represents an Employee Stock Purchase Plan transaction exempt pursuant to Section 16(b).
- (2) The indicated value per share is based on the average of the high and low stock closing price as of May 30, 2008 less 15%.

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.