CAREY W P & CO LLC

Form 4

August 20, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add GRISWOLD		_	2. Issuer Name and Ticker or Trading Symbol CAREY W P & CO LLC [WPC]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
BROWN ADVISORY, 901 S. BOND ST., SUITE 400)1 S.	(Month/Day/Year) 08/18/2008	X Director 10% Owner Officer (give title below) Other (specify below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
BALTIMORE	E, MD 2123	I		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) our Disposed of (D) (Instr. 3, 4 and 5) (A)		r Disposed of (D) Instr. 3, 4 and 5) Securities Beneficial Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/18/2008		Code V	Amount 7,274	or (D)	Price \$ 30.7012 (1)	(Instr. 3 and 4) 32,158	D		
Common Stock	08/18/2008		P	7,274	A	\$ 30.7012 (2)	41,238	I (3)	Acquired by Benjamin H. Griswold, III Marital Trust for the Benefit of Leith S. Griswold	
Common Stock	08/18/2008		P	3,636	A	\$ 30.7012	44,874	I (3)	Acquired by Benjamin H.	

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(4) Griswold, III Grandchildren's Trust Acquired by Common Benjamin H. 08/18/2008 $I^{(3)}$ P 30.7012 45,390 516 Stock Griswold, IV's (5) wife

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 5	Director	10% Owner	Officer	Other			
GRISWOLD BENJAMIN H IV BROWN ADVISORY 901 S. BOND ST., SUITE 400 BALTIMORE, MD 21231	X						
Signatures							

Date

Signatures

**Signature of Reporting Person

/s/ Benjamin H. 08/20/2008 Griswold, IV

2 Reporting Owners

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).
 - Reflects the weighted average purchase price with the range of price paid from \$30.50 to \$31.00. The full information regarding the number of shares purchased at each separate price is as follows: Benjamin H. Griswold, IV: 117 \$30.9100, 272 \$30.9500, 235 \$30.9700
- (1) ,39 \$30.9900, 778 \$31.0000, 1,167 \$30.5000, 115 \$30.9800, 233 \$30.8300, 156 \$30.8500, 389 \$30.7500, 272 \$30.5900, 78 \$30.5800, 233 \$30.6400, 1,984 \$30.6500, 78 \$30.6100, 83 \$30.6800, 111 \$30.6900, 194 \$30.6300, 156 \$30.5300, 39 \$30.5500, 156 \$30.5900, 389 \$30.6000,
 - Reflects the weighted average purchase price with the range of price paid from \$30.50 to \$31.00. The full information regarding the number of shares purchased at each separate price is as follows: Benjamin H. Griswold, III Marital Trust 117 \$30.9100, 272 \$30.9500,
- (2) 235 \$30.9700, 39 \$30.9900, 778 \$31.0000, 1,167 \$30.5000, 115 \$30.9800, 233 \$30.8300, 156 \$30.8500, 389 \$30.7500, 272 \$30.5900, 78 \$30.5800, 233 \$30.6400, 1,984 \$30.6500, 78 \$30.6100, 83 \$30.6800, 111 \$30.6900, 194 \$30.6300, 156 \$30.5300, 39 \$30.5500, 156 \$30.5900, 389 \$30.6000,
- (3) The Reporting Person's indirect share balance includes the following holdings: Benjamin H. Griswold, III Marital Trust for the Benefit of Leith S. Griswold 29,111 Benjamin H. Griswold, III Grandchildren's Trust 14,555 Benjamin H. Griswold, IV's wife 1,724
 - Reflects the weighted average purchase price with the range of price paid from \$30.50 to \$31.00. The full information regarding the number of shares purchased at each separate price is as follows: Benjamin H. Griswold, III 1982 Grandchildren's Trust 58 \$30.9100, 136
- (4) \$30.9500, 118 \$30.9700, 19 \$30.9900, 389 \$31.0000, 583 \$30.5000, 57 \$30.9800, 117 \$30.8300, 78 \$30.8500, 194 \$30.7500, 136 \$30.5900, 39 \$30.5800, 117 \$30.6400, 992 \$30.6500, 39 \$30.6100, 42 \$30.6800, 56 \$30.6900, 97 \$30.6300, 78 \$30.5300, 19 \$30.5500, 78 \$30.5900, 194 \$30.6000,
- Reflects the weighted average purchase price with the range of price paid from \$30.50 to \$31.00. The full information regarding the number of shares purchased at each separate price is as follows: Wendy G. Griswold: 8 \$30.9100, 19 \$30.9500, 17 \$30.9700, 3 \$30.9900, 55 \$31.0000, 83 \$30.5000, 8 \$30.9800, 16 \$30.8300, 11 \$30.8500, 28 \$30.7500, 19 \$30.5900, 5 \$30.5800, 16 \$30.6400, 141 \$30.6500, 6 \$30.6100, 6 \$30.6800, 8 \$30.6900, 14 \$30.6300, 11 \$30.5300, 3 \$30.5500, 11 \$30.5900, 28 \$30.6000,

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.