

MCCUBBIN JAMES T
 Form 4
 July 10, 2009

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 *
 MCCUBBIN JAMES T

2. Issuer Name and Ticker or Trading Symbol
 WIDEPOINT CORP [WYY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 18W100 22ND STREET, SUITE 104
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/08/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 CFO, VP, Secretary

OAKBROOK TERRACE, IL 60181
 (City) (State) (Zip)

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

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

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)
Common Stock	07/08/2009		M	(A) Amount 1,333,333 (2)	\$ 0.235 2,190,433	D	
Common Stock	07/08/2009		F	(D) Amount 540,230 (2)	\$ 0.58 1,650,203	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.

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 (9-02)

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Option to Buy	\$ 1.35					07/03/2001 ⁽¹⁾	07/03/2010	Common Stock	1
Option to Buy	\$ 0.17					01/02/2001 ⁽¹⁾	01/02/2010	Common Stock	45
Warrant (Right to Buy)	\$ 0.235	07/08/2009		M	1,333,333 ⁽²⁾	07/14/2004	07/14/2009	Common Stock	1,333,333

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCUBBIN JAMES T 18W100 22ND STREET, SUITE 104 OAKBROOK TERRACE, IL 60181	X		CFO, VP, Secretary	

Signatures

/s/ Teri L. Champ,
Attorney-in-Fact

07/10/2009

**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) The options reported above are fully exercisable.

Reflects the cashless exercise on 7/8/2009 of the warrant to purchase 1,333,333 shares of common stock with an exercise price of \$0.235 per share. In connection therewith, 540,230 shares were withheld when the stock price was \$0.58 per share to effectuate the cashless exercise of such warrant.

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.