

Lesser David H
Form 4
April 12, 2013

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 *
Lesser David H

2. Issuer Name and Ticker or Trading Symbol
Power REIT [pw]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/09/2013

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

Chairman and CEO

301 WINDING ROAD

(Street)

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

OLD BETHPAGE, NY 11804

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common	04/09/2013		P	100 A \$ 10.35	275,975 ⁽¹⁾ ₍₂₎	I	See Footnotes
Common	04/10/2013		P	500 A \$ 10.4	275,975 ⁽¹⁾ ₍₂₎	I	See Footnotes
common	04/11/2013		P	600 A \$ 10.33	275,975 ⁽¹⁾ ₍₂₎	I	See Footnotes

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

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