CAREY W P & CO LLC Form 4 May 10, 2001

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U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[_] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1.	Name and Address of Reporting Person*							
		Carey, William P.						
	(Last)	(First) (Middle)						
		525 Park Avenue						
		(Street)						
		NY, NY 10021						
	(City)	(State) (Zip)						
2.	Issuer	Name and Ticker or Trading Symbol						
		W.P. Carey & Co. LLC ("WPC")						
3.	I.R.S.	Identification Number of Reporting Person, if an Entit	ty (Voluntary)					
		006-22-9082						
4.	Statem	ment for Month/Year						
		April 2001						

If Amendment, Date of Original (Month/Year)

	Relationship of Reporting Persons to Issuer (Check all applicable)								
	[X] Director [X] Officer (give	title below)			Owner er (specify be	low)			
		Chairman a	& CEO						
7.	Individual or Joint	:/Group Filing (Che	ck Appli	cable	Line)				
	<pre>[_] Form filed by</pre>	one Reporting Person	rting Pe						
====	======================================	on-Derivative Secur or Beneficial			=====d, Disposed of,	======	===		
		2. Transaction Date (Month/Day/Year)	3. Transaction		4. Securities According Disposed of (Instr. 3, 4 a))			
	e of Security tr. 3)		Code (Instr.	8)		(A) or		of Month (Instr.	
Comm	on Stock	4/4/01	A		151 , 964	A		9,232,04	
	OII DUUCK								
	on Stock on Stock (1)								
Comm	on Stock (1) on Stock (1)	4/12/01 4/12/01	P	V	4,403	A	\$19.85	9,232,04	
Comm Comm	on Stock (1)	4/12/01	P P		4,403	A A	\$19.85 \$19.85	9,232,04 9,232,04 	
Comm Comm Comm	on Stock (1) on Stock (1)	4/12/01	P P A		122	A A	\$19.85 \$19.85 	9,232,04 9,232,04 	
Comm Comm Comm	on Stock (1) on Stock (1) on Stock (2) on Stock (2) on Stock (2)	4/12/01 4/12/01 4/23/01 4/23/01 4/23/01	P P A A A A		4,403 122 1,909 305	A A A	\$19.85 \$19.85 	9,232,04 9,232,04 9,232,04	
Comm Comm Comm Comm	on Stock (1) on Stock (1) on Stock (2) on Stock (2) on Stock (2) on Stock (2) on Stock (2)	4/12/01 4/12/01 4/23/01 4/23/01 4/23/01 4/23/01	P P A A A A A A		4,403 122 1,909 305	A A A	\$19.85 \$19.85 	9,232,04 9,232,04 9,232,04 9,232,04 9,232,04	
Comm Comm Comm Comm Comm	on Stock (1) on Stock (1) on Stock (2) on Stock (2) on Stock (2) on Stock (2) on Stock (2)	4/12/01 4/12/01 4/23/01 4/23/01 4/23/01 4/23/01 4/23/01	P P A A A A A		4,403 122 1,909 305 130 490	A A A A	\$19.85	9,232,04 9,232,04 9,232,04 9,232,04 9,232,04	

⁽A) By W.P. Carey & Co. Inc.

⁽B) By Carey Corporate Properties Inc.

⁽C) By Seventh Carey Corporate Properties Inc.

- (D) By Eighth Carey Corporate Properties Inc.
- (E) By Ninth Carey Corporate Properties Inc.
- (F) By Carey Property Advisors LP

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	Date (Month/ Day/	(Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration Date (Month/Day/Year) Date Expira-			lying es 3 and 4)
(Instr. 3)				(A) (D)		Date	Title	
Option	\$18.26	4/1/01	A	150,000	(3)	1/2/11	Common Stock	150,000

Explanation of Responses:

- (1) Transaction represents dividend reinvestment
- (2) Represents accounting adjustment to restricted share holdings
- (3) The options vest in three equal annual installments beginning January 2, 2002

/s/ William P. Carey 5/9/01
-----**Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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