

Internap Corp
Form 4
March 31, 2016

FORM 4

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

OMB APPROVAL

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

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 *
AVENIR CORP

(Last) (First) (Middle)

1775 PENNSYLVANIA AVE
NW, SUITE 650

(Street)

WASHINGTON, DC 20006

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Internap Corp [INAP]

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)
			Code	V Amount or Price (A) or (D)			
Common Stock	03/29/2016		S ⁽¹⁾	3,898 D \$ 2.67	5,427,749	I	See footnote ⁽²⁾
Common Stock	03/29/2016		J ⁽³⁾	6,436 D <u>3</u>	5,421,313	I	See footnote ⁽²⁾
Common Stock	03/30/2016		S ⁽¹⁾	1,743 D \$ 2.77	5,419,570	I	See footnote ⁽²⁾
Common Stock	03/30/2016		J ⁽³⁾	4,127 D <u>3</u>	5,415,443	I	See footnote ⁽²⁾
Common Stock					147,870	I	See footnote ⁽⁴⁾

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Common Stock	87,075	I	See footnote <u>(5)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AVENIR CORP 1775 PENNSYLVANIA AVE NW SUITE 650 WASHINGTON, DC 20006		X		
KEEFE PETER C 1775 PENNSYLVANIA AVE NW SUITE 650 WASHINGTON, DC 20006		X		
Rooney James H 1775 PENNSYLVANIA AVE NW SUITE 650 WASHINGTON, DC 20006		X		

Signatures

/s/ Peter C. Keefe, Executive Chairman of Avenir Corporation 03/31/2016

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**Signature of Reporting Person	Date
/s/ Peter C. Keefe	03/31/2016
**Signature of Reporting Person	Date
/s/ James H. Rooney	03/31/2016
**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).

The securities were held in accounts managed by the Investment Manager. The Investment Manager does not have any direct or indirect pecuniary interest in the managed accounts because the Investment Manager (i) does not receive any incentive compensation from the managed account and (ii) does not have a direct or indirect interest in the managed account.

The securities may be deemed to be beneficially owned by Messrs. Keefe and Rooney because they are the portfolio managers of the Investment Manager, which may be deemed to have beneficial ownership of the securities because the Investment Manager serves as the investment manager to managed accounts. Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that the Reporting Persons are the beneficial owners of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (3) The securities were transferred to accounts the Investment Manager does not manage.

The reported securities are held in accounts managed by the Investment Manager on behalf of Mr. Keefe and/or his immediate family members. The securities may be deemed to be beneficially owned by the Investment Manager because the Investment Manager serves as the investment manager to managed accounts held by Mr. Keefe and/or his immediate family members. The Investment Manager disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that the Investment Manager is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.

The reported securities are held in accounts managed by the Investment Manager on behalf of Mr. Rooney and/or his immediate family members. The securities may be deemed to be beneficially owned by the Investment Manager because the Investment Manager serves as the investment manager to managed accounts held by Mr. Rooney and/or his immediate family members. The Investment Manager disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that the Investment Manager is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.
- (5)

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.