WIDEPOINT CORP

Form 4

October 02, 2008

FORM 4

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

Check this box if no longer subject to

Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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(b).

(Last)

(City)

1. Name and Address of Reporting Person * Oxley Ronald S

(First) (Middle)

6332 LAKEVIEW DRIVE

FALLS CHURCH, VA 22041

(Street)

2. Issuer Name and Ticker or Trading

Symbol

3. Date of Earliest Transaction

WIDEPOINT CORP [WYY]

(Month/Day/Year) 09/30/2008

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

OMB APPROVAL

OMB Number:

3235-0287 January 31,

2005

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response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(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)	Code (Instr. 8)	omr Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	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)
			Code V	Amount	(D)	Price	, ,		
Common Stock	09/30/2008		P	21,000	A	\$ 0.3994	21,000	D	

Stock

(1)

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)

SEC 1474

(9-02)

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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)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase	\$ 2.8					08/15/2006(2)	08/15/2016	Common Stock	12,000
Option to Purchase	\$ 2.8					12/31/2006(3)	08/15/2016	Common Stock	50,000
Option to Purchase	\$ 0.81					07/25/2015(4)	07/25/2018	Common Stock	250,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
r g	Director	10% Owner	Officer	Other				
Oxley Ronald S 6332 LAKEVIEW DRIVE FALLS CHURCH, VA 22041	X		Executive Vice President					

Signatures

/s/ Mariel Estigarribia, Attorney-in-Fact

10/02/2008

**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 above price represents an average of multiple purchases at a range of prices to be disclosed in an amendment hereto. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares at each separate price.
- (2) This option becomes exercisable to the extent of two-thirds of the shares underlying the option on the above date and is cumulatively exercisable to the extent of one-sixth of the shares underlying the option each year thereafter.
- (3) This option becomes exercisable to the extent of 50% of the shares underlying the option on the above date, with the remaining shares to be exercisable as of March 31, 2007.
- (4) This option becomes fully exercisable on the above date; provided that the vesting of such option may be accelerated based on the achievement of certain performance objectives.

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.

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