

LEWIS MARCY
Form 4
September 16, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
LEWIS MARCY

2. Issuer Name and Ticker or Trading Symbol
FRANKLIN ELECTRONIC PUBLISHERS INC [FEP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2009

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

11111 BISCAYNE BLVD.

(Street)

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

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

N. MIAMI, FL 33181

(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 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	(A) or (D)	Price
Common Stock	01/02/2009		P		2,000	A	\$ 0.9 949,016
Common Stock	01/06/2009		P		5,801	A	\$ 0.88 954,817
Common Stock	01/07/2009		P		5,183	A	\$ 0.97 960,000
Common Stock	01/08/2009		P		3,039	A	\$ 0.93 963,039
Common Stock	01/13/2009		P		3,000	A	\$ 0.96 966,039

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Common Stock	01/15/2009	P	5,000	A	\$ 1.04	971,039	D
Common Stock	01/20/2009	S	900	D	\$ 0.99	970,139	D
Common Stock	01/23/2009	S	10,000	D	\$ 0.9	960,139	D
Common Stock	01/27/2009	S	19,800	D	\$ 0.9	940,339	D
Common Stock	02/02/2009	S	20,800	D	\$ 0.8	919,539	D
Common Stock	02/03/2009	P	3,800	A	\$ 0.85	923,339	D
Common Stock	02/04/2009	P	1,000	A	\$ 0.81	924,339	D
Common Stock	02/06/2009	P	7,500	A	\$ 0.95	931,839	D
Common Stock	02/09/2009	P	12,100	A	\$ 1.09	943,939	D
Common Stock	02/10/2009	P	100	A	\$ 1	944,039	D
Common Stock	02/11/2009	P	1,000	A	\$ 1.11	945,039	D
Common Stock	02/17/2009	S	100	D	\$ 0.91	944,939	D
Common Stock	02/20/2009	P	1,011	A	\$ 0.92	945,950	D
Common Stock	02/24/2009	P	100	A	\$ 0.99	946,050	D
Common Stock	02/26/2009	P	1,000	A	\$ 0.88	947,050	D
Common Stock	03/10/2009	P	700	A	\$ 0.89	947,750	D
Common Stock	03/11/2009	P	1,000	A	\$ 0.79	948,750	D
Common Stock	03/12/2009	P	1,000	A	\$ 0.91	949,750	D
Common Stock	03/18/2009	P	2,000	A	\$ 0.71	951,750	D
Common Stock	03/23/2009	S	5,850	D	\$ 0.8	945,900	D
	04/17/2009	P	200	A		946,100	D

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Common Stock					\$			
					0.84			
Common Stock	04/22/2009		P	2,000	A	\$	948,100	D
						0.87		
Common Stock	04/30/2009		S	2,750	D	\$	945,350	D
						0.81		

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

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SEC 1474
(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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
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				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS MARCY 11111 BISCAYNE BLVD. N. MIAMI, FL 33181		X		

Signatures

Marcy Lewis 09/15/2009
 **Signature of Date
 Reporting Person

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).

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

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