

LEWIS MARCY
Form 4
September 16, 2009

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
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

OMB APPROVAL

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(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)

11111 BISCAYNE BLVD.

(Street)

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

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

N. MIAMI, FL 33181

(City) (State) (Zip)

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

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	(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	\$ 0.87	948,100	D
Common Stock	04/30/2009	S	2,750	D	\$ 0.81	945,350	D

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

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(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 Owne Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

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 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).

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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