

Edgar Filing: CAREY W P & CO LLC - Form 4

Common Stock 5/4/01 J(4) 5,538 D -- 9,231,853

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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)	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. Date of Exercise (Month/Day/Year)
			Code V	(A) (D)	Exercisable Date	Expiration Date

1. Title of Derivative Security (Instr. 3)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Securities: Beneficially Owned at End of Month (Instr. 4)

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Explanation of Responses:

- (1) Represents an accounting adjustment to restricted shares distributed in connection with the formation of W.P. Carey & Co. LLC from the merger of Carey Diversified LLC and W.P. Carey & Co. Inc.
- (2) By Carey Property Advisors LP
- (3) By Ninth Carey Corporate Properties Inc.
- (4) Distribution by Carey Property Advisors LP to its Partners.

/s/ William P. Carey 6/8/2001

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** Intentional misstatements or omissions of facts constitute Federal Criminal Violations Sec 18 U.S.C. 1001 and 15 U.S.C. 7811(a).

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