SULLIVAN THOMAS D

Form 4

February 06, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: Expires:

January 31,

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

| | Address of Repo | _ | Symbol | nd Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer | | | |
|------------|-------------------------|---------------|------------------------------------|----------------------------|---|----------------|-------------|--|
| (Last) | (First) | (Middle) | Lumber Liquida 3. Date of Earliest | | (Check | all applicable |) | |
| | ER LIQUID. JOHN DEER | | (Month/Day/Year) 02/04/2008 | | _X_ Director _X_ Officer (give t below) Chairman of | | er (specify | |
| | (Street) | | 4. If Amendment, I | Date Original | 6. Individual or Joi | nt/Group Filin | g(Check | |
| TOANO, V | A 23168 | | Filed(Month/Day/Ye | ar) | Applicable Line) _X_ Form filed by Or Form filed by Mo Person | 1 0 | | |
| (City) | (State) | (Zip) | Table I - Non- | -Derivative Securities Acq | quired, Disposed of, | or Beneficial | ly Owned | |
| 1.Title of | 2. Transaction | Date 2A. Deer | ned 3. | 4. Securities Acquired | 5. Amount of | 6. Ownership | 7. Nature | |

| | | 1401 | CI TION D | CIII WILL C | ,ccui i | nes rreq | un cu, Disposeu c | n, or beneficial | ij Ownea |
|------------|---------------------|--------------------|-----------------------------------|---------------------|---------|------------|-------------------|------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securit | ies Ac | quired | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transaction(A) or Disposed of (D) | | | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | | | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | Indirect (I) | Ownership |
| | | • | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | ~ | | or | ~ . | (Instr. 3 and 4) | | |
| | | | Code V | Amount | (D) | Price | · · | | |
| Common | 02/04/2008 | | S | 17,000 | D | \$ | 10 940 767 | D | |
| Stock | 02/04/2008 | | S | 17,000 | ע | 9.76 | 10,849,767 | ט | |
| | | | | | | | | | |
| Common | 02/04/2009 | | C | 17 000 | Ъ | \$ | 10 022 767 | Ъ | |
| Stock | 02/04/2008 | | S | 17,000 | ע | \$ 8.99 | 10,832,767 | D | |

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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|-----------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | | Number | | |
| | | | | C + V | (A) (D) | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | | | --- | |
|--------------------------------|----------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |

SULLIVAN THOMAS D C/O LUMBER LIQUIDATORS, INC. 3000 JOHN DEERE ROAD TOANO, VA 23168

X Chairman of the Board; Founder

Relationships

Signatures

/s/ E. Livingston B. Haskell, Attorney for Thomas D. Sullivan 02/06/2008

**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).

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.

Reporting Owners 2