ONE LIBERTY PROPERTIES INC

Form 4 June 22, 2009

FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GOULD INVESTORS L P

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

[OLP]

ONE LIBERTY PROPERTIES INC

Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction

Director

X__ 10% Owner

60 CUTTER MILL ROAD, SUITE

(Street)

06/18/2009

(Month/Day/Year)

below)

_ Other (specify Officer (give title

303

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

GREAT NECK, NY 11021

| (City) | (State) | (Zip) Tabl | le I - Non-I | Derivative | Secu | rities Acqu | ired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|---|---|--|---------------------------------|--------|--------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securi on(A) or D (Instr. 3, | ispose | d of (D) | 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) |
| Common Stock | 06/18/2009 | | P | 1,000 | A | \$ 5.5 | 1,142,950 | D | |
| Common Stock | 06/18/2009 | | P | 300 | A | \$ 5.4899 | 1,143,250 | D | |
| Common Stock | 06/18/2009 | | P | 200 | A | \$ 5.45 | 1,143,450 | D | |
| Common Stock | 06/19/2009 | | P | 100 | A | \$ 5.5539 | 1,143,550 | D | |
| Common Stock | 06/19/2009 | | P | 1,000 | A | \$ 5.5 | 1,144,550 | D | |

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| Common Stock | 06/19/2009 | P | 1,000 | A | \$ 5.47 | 1,145,550 | D |
|-----------------|------------|---|-------|---|--------------|-----------|---|
| Common Stock | 06/19/2009 | P | 1,800 | A | \$ 5.45 | 1,147,350 | D |
| Common Stock | 06/19/2009 | P | 700 | A | \$ 5.4499 | 1,148,050 | D |
| Common Stock | 06/19/2009 | P | 200 | A | \$ 5.4 | 1,148,250 | D |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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. Transa Code (Instr. | ection 8) | 5. aNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | int of rlying | 8. Price of Derivative Security (Instr. 5) |
|---|---|---|---------------------------------|--------------|--|---------------------|--------------------|--|--|---|
| | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| GOULD INVESTORS L P | | | | | | | | |
| 60 CUTTER MILL ROAD, SUITE 303 | | X | | | | | | |
| GREAT NECK, NY 11021 | | | | | | | | |

Signatures

Gould Investors L.P. by Georgetown Partners, Inc., by Simeon Brinberg, Vice 06/22/2009 President

> **Signature of Reporting Person Date

2 Reporting Owners

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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.