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KRUPKA Form 4	MICHAEL A											
June 28, 20	011											
FOR	M 4 UNITED	STATES	SECU	DITIES A	ND FY	CHANCE	COMMISSION	т	PPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL (WNERSHIP OF	Expires: Estimated	January 31, 2005 average				
Sectior Form 4 Form 5 obligat may co <i>See</i> Ins	n 16. 4 or 5 Filed pur	(a) of the I	Public U	Jtility Hol	e Securi ding Cor		nge Act of 1934, of 1935 or Sectio 940	burden hou response	urs per			
1(b). (Print or Type	e Responses)											
	-											
1. Name and Address of Reporting Person <u>*</u> KRUPKA MICHAEL A			2. Issuer Name and Ticker or Trading Symbol SolarWinds, Inc. [SWI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
												(Last) (First) (Middle)
INVESTO	N CAPITAL VENT DRS, LLC, 111 GTON AVENUE	ΓURE	06/28/2	-			Officer (give below)	e titleOth below)	ner (specify			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			al	 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person 					
BOSTON	, MA 02199						Form filed by _X_ Form filed by Person					
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	e Securities A	Acquired, Disposed o	f, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) or l of (D)	SecuritiesIBeneficially(Owned(6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Reminder: R	eport on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.					
					inforı requi	nation cont red to resp ays a curre	spond to the collec tained in this form ond unless the for ntly valid OMB cor	are not m	SEC 1474 (9-02)			
	Tab					sposed of, or convertible	Beneficially Owned securities)					
		saction Date /Day/Year)			4. Transact	5. tionNumber	6. Date Exercisable a Expiration Date	nd 7. Title an Amount o				

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	(Year)	Under Securi (Instr.		Security Sec (Instr. 5) Ber Ow Fol Rep Tra (Inst	
			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		
KRUPKA MICHAEI C/O BAIN CAPITAL 111 HUNTINGTON BOSTON, MA 02199	L VENTURE INVESTORS, LLC AVENUE		Х				
BAIN CAPITAL VE 111 HUNTINGTON 31ST FLOOR BOSTON, MA 02199			Х				
Bain Capital Venture Integral Investors, LLC C/O BAIN CAPITAL VENTURE PARTNERS, LLC 111 HUNTINGTON AVENUE BOSTON, MA 02199			Х				
Signatures							
/s/ Michael A							
Krupka	06/28/2011						

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Remarks:

<u>**</u>Signature of Reporting Person

This report is being filed solely to indicate that the reporting persons were no longer subject to Section 16 as 10% owners.

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.