

CAREY WILLIAM P  
Form 4  
October 01, 2002

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

**FORM 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**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**

Check this box if no longer  
subject to Section 16.  
Form 4 or Form 5  
obligations may continue.  
*See Instruction 1(b).*

<p><b>1. Name and Address of Reporting Person*</b></p> <p>Carey, Wm. Polk</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>525 Park Avenue</p> <hr/> <p><i>(Street)</i></p> <p>New York, NY 10021</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>W.P. Carey &amp; Co. LLC ("WPC")</p> <hr/> <p><b>4. Statement for Month/Day/Year</b></p> <p>9/30/02</p> <hr/> <p><b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b></p> <p><input checked="" type="checkbox"/> Director    <input checked="" type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p> <p>Chairman &amp; Co-CEO</p> <hr/>	<p><b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b></p> <hr/> <p><b>5. If Amendment, Date of Original (Month/Day/Year)</b></p> <hr/> <p><b>7. Individual or Joint/Group Filing (Check Applicable Line)</b></p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p>
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**Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	(A) or (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>	
			Code V	Amount	Price				
Common Stock	9/30/02		J (1)	7,750	D	--	9,589,120	I	By W. P. Carey & Co. Inc.
Common Stock	9/30/02		J (1)	3,617	D	--	9,589,120	I	By W. P. Carey & Co. Inc.
Common Stock	9/30/02		J (1)	3,617	D	--	9,589,120	I	By W. P. Carey & Co. Inc.
Common Stock	9/30/02		J (1)	3,617	D	--	9,589,120	I	By W. P. Carey & Co. Inc.
Common Stock	9/30/02		G	100	D	--	9,589,120	D	

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

<b>1. Title of Derivative Security</b> <i>(Instr. 3)</i>	<b>2. Conversion or Exercise Price of Derivative Security</b>	<b>3. Transaction Date</b> <i>(Month/Day/Year)</i>	<b>3A. Deemed Execution Date, if any</b> <i>(Month/Day/Year)</i>	<b>4. Transaction Code</b> <i>(Instr. 8)</i>	<b>5. Number of Derivative Securities Acquired (A) or Disposed of (D)</b> <i>(Instr. 3, 4 and 5)</i>	
				<b>Code V</b>	<b>(A)</b>	<b>(D)</b>

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned**    **Continued**  
*(e.g., puts, calls, warrants, options, convertible securities)*

<b>6. Date Exercisable and Expiration Date</b> <i>(Month/Day/Year)</i>	<b>7. Title and Amount of Underlying Securities</b> <i>(Instr. 3 and 4)</i>	<b>8. Price of Derivative Security</b> <i>(Instr. 5)</i>	<b>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)</b> <i>(Instr. 4)</i>	<b>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</b> <i>(Instr. 4)</i>	<b>11. Nature of Indirect Beneficial Ownership</b> <i>(Instr. 4)</i>
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<b>Date Exercisable</b>	<b>Expiration Date</b>	<b>Title</b>	<b>Amount or Number of Shares</b>

**Explanation of Responses:**

(1) Represents a distribution of vested Partnership Equity Plan shares.

/s/ Wm. Polk Carey

9/30/02

\_\_\_\_\_  
**\*\*Signature of Reporting Person**

\_\_\_\_\_  
**Date**

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

\* 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.

W.P. CAREY

**Form 4 continuation  
Statement for 9/30/2002  
Filer: Wm. Polk Carey  
Issuer: W.P. Carey & Co. LLC  
Ticker: WPC**

September 11, 2002

US Securities and Exchange Commission  
450 5<sup>th</sup> Street, NW  
Washington, D.C. 20549

RE: CIK #0001054799

To Whom It May Concern:

This is to advise that I authorize the following persons to execute Forms 3, 4, and 5 on my behalf pursuant to Section 16 of the Securities and Exchange Act of 1934 until such consent is revoked expressly via written correspondence to your office:

Agent: John Park  
Company: W.P. Carey & Co. LLC  
Company Address: 50 Rockefeller Plaza  
New York, NY 10020

Agent: Jasmine Moore  
Company: W.P. Carey & Co. LLC  
Company Address: 50 Rockefeller Plaza  
New York, NY 10020

Agent: Joseph Martell  
Company: W.P. Carey & Co. LLC  
Company Address: 50 Rockefeller Plaza  
New York, NY 10020

Agent: Samuel Hood  
Company: W.P. Carey & Co. LLC  
Company Address: 50 Rockefeller Plaza  
New York, NY 10020

Please note that I herein revoke the authorization of Scott Jones, Esq., formerly of Reed Smith Shaw & McClay LLP, to execute the above named Forms as indicated in prior correspondence dated August 22, 2001.

I may be reached at (212) 492-1111 should you require additional information.

Very truly yours,  
/s/ Wm. Polk Carey  
Wm. Polk Carey  
Chairman & Co-CEO

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*W.P. Carey & Co. LLC, 50 Rockefeller Plaza, New York, NY 10020 212-492-1100 1-800-WP CAREY Fax 212-492-8922*