

180 Connect Inc.
Form 4
April 29, 2008

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BALTER HOWARD

(Last) (First) (Middle)

**C/O 180 CONNECT INC., 6501
EAST BELLEVIEW AVENUE**

(Street)

ENGLEWOOD, CO 80111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
180 Connect Inc. [CNCT]

3. Date of Earliest Transaction
(Month/Day/Year)
02/20/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D) Code V Amount Price			
Common Stock	02/20/2008		X	480 D \$ 0.0001	1,040,229	D	
Common Stock	02/20/2008		X	2,400 D \$ 0.0001	1,037,829	D	
Common Stock	03/09/2008		X	32,000 D \$ 0.0001	1,005,829	D	
Common Stock					300,000	I	By LLC (1)
Common Stock					200,000	I	By Trust (2)

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Common Stock	222,000	I	By Trust (3)
Common Stock	95,000	I	By LLC (4)

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (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. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Call Option (obligation to sell)	\$ 0.0001	02/20/2008		X	480	02/20/2008	02/20/2009	Common Stock	480
Call Option (obligation to sell)	\$ 0.0001	02/20/2008		X	2,400	02/20/2008	02/20/2009	Common Stock	2,400
Call Option (obligation to sell)	\$ 0.0001	03/09/2008		X	32,000	02/20/2008	02/20/2009	Common Stock	32,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALTER HOWARD C/O 180 CONNECT INC. 6501 EAST BELLEVIEW AVENUE ENGLEWOOD, CO 80111	X	X		

Signatures

/s/ Howard S.
Balter

04/29/2008

__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).

- (1) The shares are held by H. Balter Associates, LLC, of which Mr. Balter is the sole non-managing member.
- (2) Shares held by the H. Balter 2007 Grantor Retained Annuity Trust.
- (3) Shares are held by the Myrna Weinberger TTE, Balter Family Trust U/A DTD 11/17/1997. Mr. Balter disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.
- (4) Shares held by 180 Connect Disposition LLC.

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

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