

Warthen Wayne B  
Form 4  
January 05, 2007

**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 \*  
Warthen Wayne B

2. Issuer Name and Ticker or Trading Symbol  
LoopNet, Inc. [LOOP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O LOOPNET, INC., 181 W.  
HUNTINGTON DRIVE, SUITE 208

3. Date of Earliest Transaction (Month/Day/Year)  
01/03/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Technology Officer & SVP

(Street)  
MONROVIA, CA 91016

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

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

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/03/2007		S <sup>(1)</sup>	1,497 D	\$ 14.75	394,565 <sup>(2)</sup> <sup>(3)</sup> I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007		S <sup>(1)</sup>	200 D	\$ 14.76	394,365 <sup>(2)</sup> <sup>(3)</sup> I	Wayne B. Warthen and Monica L. Warthen Trust

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Common Stock	01/03/2007	<u>S</u> (1)	200	D	\$ 14.78	394,165	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	200	D	\$ 14.79	393,965	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	424	D	\$ 14.8	393,541	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	379	D	\$ 14.86	393,162	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	300	D	\$ 14.91	392,862	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	300	D	\$ 14.92	392,562	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	300	D	\$ 14.93	392,262	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	<u>S</u> (1)	100	D	\$ 14.94	392,162	<u>(2)</u> <u>(3)</u>	I	Wayne B. Warthen and Monica L. Warthen

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Common Stock	01/03/2007	S <sup>(1)</sup>	400	D	\$ 14.95	391,762	(2) (3)	I	Trust Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	S <sup>(1)</sup>	300	D	\$ 14.96	391,462	(2) (3)	I	Trust Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	S <sup>(1)</sup>	2,300	D	\$ 15	389,162	(2) (3)	I	Trust Wayne B. Warthen and Monica L. Warthen Trust
Common Stock						161,562	(2)	D	

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

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(9-02)

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				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
Warthen Wayne B C/O LOOPNET, INC. 181 W. HUNTINGTON DRIVE, SUITE 208 MONROVIA, CA 91016			Chief Technology Officer & SVP	

## Signatures

/s/ Maria Valles as Attorney-in-Fact 01/05/2007

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 1, 2006.
- (2) Since the reporting person's last report, 340,858 shares previously owned directly have been transferred to the Wayne B. Warthen and Monica L. Warthen Trust.
- (3) Since the reporting person's last report, 55,204 shares previously held by PropertyFirst, LLC -- through which the Wayne B. Warthen and Monica L. Warthen Trust held the majority of the voting powers through the operating agreement of PropertyFirst, LLC -- have been distributed and are now owned by the Wayne B. Warthen and Monica L. Warthen Trust.

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.