

Warthen Wayne B
Form 4
January 05, 2007

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Warthen Wayne B

(Last) (First) (Middle)

C/O LOOPNET, INC., 181 W.
HUNTINGTON DRIVE, SUITE 208

(Street)

MONROVIA, CA 91016

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	01/03/2007		S ⁽¹⁾	1,497 D	\$ 14.75 394,565 ⁽²⁾ ⁽³⁾ I		Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007		S ⁽¹⁾	200 D	\$ 14.76 394,365 ⁽²⁾ ⁽³⁾ I		Wayne B. Warthen and Monica L. Warthen Trust

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

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Common Stock	01/03/2007	S ⁽¹⁾	400	D	\$ 14.95	391,762	(2) (3)	I	Trust Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	S ⁽¹⁾	300	D	\$ 14.96	391,462	(2) (3)	I	Trust Wayne B. Warthen and Monica L. Warthen Trust
Common Stock	01/03/2007	S ⁽¹⁾	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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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.

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