

TUCOWS INC /PA/
Form 4
February 05, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lacuna LLC

(Last) (First) (Middle)

1100 SPRUCE STREET, SUITE 202

(Street)

BOULDER, CO 80302

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
TUCOWS INC /PA/ [TCX]

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

02/03/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/03/2009		P		17,500	A	\$ 0.3217	7,043,337	I	See Footnote (1)
Common Stock								5,262,030	I	See Footnote (2)

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef 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
Lacuna LLC 1100 SPRUCE STREET SUITE 202 BOULDER, CO 80302		X		
Lacuna Venture Fund LLLP 1100 SPRUCE STREET SUITE 202 BOULDER, CO 80302		X		
Lacuna Ventures GP LLLP 1100 SPRUCE STREET SUITE 202 BOULDER, CO 80302		X		
Lacuna Hedge Fund LLLP 1100 SPRUCE STREET SUITE 202 BOULDER, CO 80302		X		
Lacuna Hedge GP LLLP 1100 SPRUCE STREET SUITE 202 BOULDER, CO 80302		X		

Signatures

/s/ Laura M. Medina as Attorney in Fact for Lacuna, LLC

02/05/2009

____Signature of Reporting Person

Date

02/05/2009

/s/ Laura M. Medina as Attorney in Fact for Lacuna Venture Fund
LLLP

__Signature of Reporting Person

Date

/s/ Laura M. Medina as Attorney in Fact for Lacuna Ventures GP
LLLP

02/05/2009

__Signature of Reporting Person

Date

/s/ Laura M. Medina as Attorney in Fact for Lacuna Hedge Fund
LLLP

02/05/2009

__Signature of Reporting Person

Date

/s/ Laura M. Medina as Attorney in Fact for Lacuna Hedge GP
LLLP

02/05/2009

__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) These shares are held by Lacuna Hedge and are indirectly owned by Lacuna LLC and Lacuna Hedge GP. Lacuna LLC serves as the sole general partner of Lacuna Hedge GP, which serves as the sole general partner of Lacuna Hedge. Neither Lacuna LLC nor Lacuna Hedge GP directly owns any securities of the Issuer. Each of Lacuna LLC and Lacuna Hedge GP disclaims beneficial ownership of the securities held by Lacuna Hedge, except to the extent of its pecuniary interest therein.

(2) These shares are held by Lacuna Venture and are indirectly owned by Lacuna LLC and Lacuna Ventures GP. Lacuna LLC serves as the sole general partner of Lacuna Ventures GP, which serves as the sole general partner of Lacuna Venture. Neither Lacuna LLC nor Lacuna Ventures GP directly owns any securities of the Issuer. Each of Lacuna LLC and Lacuna Ventures GP disclaims beneficial ownership of the securities held by Lacuna Venture, except to the extent of its pecuniary interest therein.

Remarks:

This Form 4 is filed by Lacuna, LLC ("Lacuna LLC"), Lacuna Venture Fund LLLP ("Lacuna Venture"), Lacuna Hedge Fund LLLP ("Lacuna Hedge"), Lacuna Ventures GP LLLP ("Lacuna Ventures GP"), and Lacuna Hedge GP LLLP ("Lacuna Hedge GP" and, together with Lacuna LLC, Lacuna Venture, Lacuna Hedge and Lacuna Ventures GP, the "Lacuna Entities"). The Lacuna Entities expressly disclaim status as a "group" for purposes of this Form 4.

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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