Comstock Homebuilding Companies, Inc.

Form 4

September 06, 2007

#### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005 Estimated average

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5. Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16.

Form 4 or

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

PINCUS ROBERT P		Symbol Comstock Homebuilding Companies, Inc. [CHCI]					Issuer				
(Last) (First) (Middle)  11465 SUNSET HILLS ROAD FIFTH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 08/31/2007					_X Director 10% Owner Officer (give title below) Other (specify below)			
RESTON,	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	le I - Non-	-Derivativ	e Secu	rities A	Acquired, Dispos	ed of, or Bene	ficially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deem execution any (Month/D		3. 4. Securities TransactionAcquired (A Code Disposed of (Instr. 8) (Instr. 3, 4 and (A			<b>)</b> )	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)	
Class A Common Stock	08/31/2007			Code V	9,676	(D)	Price	4,090	D		
Class A Common Stock	08/31/2007			G	9,676	A	\$0	9,676	I	RLR Investment Management, LLC (1)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ		:		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities		(Instr.	3 and 4)		Owne	
	Security			Acquired							Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date		Number		
				~	<i>(</i> 1)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PINCUS ROBERT P 11465 SUNSET HILLS ROAD FIFTH FLOOR X RESTON, VA 20190

### **Signatures**

/s/ Jubal Thompson, by power of attorney 09/06/2007

\*\*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).

These securities are owned directly by RLR Investment Management, LLC ("RLR"). Mr. Pincus is the sole manager of RLR and as such has the power to direct the vote and to direct the disposition of investments owned by RLR. Mr. Pincus, his spouse, and LMP 2005 Trust, a trust established for the benefit of Mr. Pincus's minor son, are the remaining members of RLR. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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.

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