

LoopNet, Inc.
Form 3
April 16, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ Saints Rustic Canyon LP

(Last) (First) (Middle)

,^ 475 SANSOME STREET,
SUITE 1850

(Street)

SAN
FRANCISCO,^ CA^ 94111

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/14/2009

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

3,230,593

D (1) ^

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	372,023	\$ 6.72	D (1)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Saints Rustic Canyon LP 475 SANSOME STREET, SUITE 1850 SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
Saints Rustic Canyon LLC 475 SANSOME STREET, SUITE 1850 SAN FRANCISCO, CA 94111	Â	Â X	Â	Â

Signatures

/s/ Thomas Unterman, managing member of general partner

04/16/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The reported securities are beneficially owned directly by Saints Rustic Canyon, L.P. Saints Rustic Canyon, LLC is the general partner of Saints Rustic Canyon, L.P. Saints Rustic Canyon, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. The managing members of Saints Rustic Canyon, LLC are Kenneth B. Sawyer, David P. Quinlivan, Chia Griarte, Thomas Unterman (a director of the issuer), Michael K. Kim and Nate Redmond.

(2) The convertible preferred stock is convertible at any time, at the holder's election, and has no expiration date.

Â

Remarks:

This report is filed jointly by Saints Rustic Canyon, L.P. and Saints Rustic Canyon, 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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