#### WILLIS LEASE FINANCE CORP

Form 4 April 23, 2007

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**OMB APPROVAL** 

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obligations

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WILLIS CHARLES F IV			2. Issuer Name and Ticker or Trading Symbol WILLIS LEASE FINANCE CORP [wlfc]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (	(M	3. Date of Earl: (Month/Day/Y) 04/03/2007			ansaction			_X_ Director _X_ 10% Owner _X_ Officer (give title below) Delow)  Pres & CEO			
	(Street)		4. If Amendment, Date Original  Filed(Month/Day/Year)  Applicable Line)  _X_ Form filed by One Reporting Pers  _ Form filed by More than One Reporting Person					erson				
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative Se	curiti	es Acq	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution D any (Month/Day.	ate, if	3. Transa Code (Instr.	8)	4. Securitie or(A) or Disp (Instr. 3, 4	osed c	of (D)	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	04/03/2007	04/03/200	7	J <u>(1)</u>		46,914	D	\$0	2,619,206	I	CFW Partners	
Common Stock	04/03/2007	04/03/200	7	J <u>(1)</u>		200,000	D	\$ 0	2,429,206	I	CFW Partners	
Common Stock	04/03/2007	04/03/200	7	J(2)		200,000	A	\$0	200,000	D		
Common Stock									18,461	I	Son (3)	
Common Stock									10,486	I	Daughter (4)	

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

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	<ol><li>Date Exerc</li></ol>	cisable and	7. Title a	and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amount	of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	
	Derivative				Securities			(Instr. 3	and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
								or			
						Date	Expiration Date	Title N			
						Exercisable		of			
				Code V	(A) (D)				hares		
					(1-)			- 01			

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WILLIS CHARLES F IV							
	X	X	Pres & CEO				

# **Signatures**

Brian D. Hanson for Charles F.
Willis IV
04/23/2007

\*\*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) Transfer from Partnership to General Partners
- (2) Transfer from CFW Partners
- (3) Charles F. Willis V Trust
- (4) JTWROS

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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