

GOULD FREDRIC H
Form 4
March 18, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GOULD FREDRIC H

2. Issuer Name and Ticker or Trading Symbol
ONE LIBERTY PROPERTIES INC [OLP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
60 CUTTER MILL ROAD, SUITE 303
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/16/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chariman of Board

GREAT NECK, NY 11021

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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				(A) or (D)	333,393 ⁽¹⁾	D	
Common Stock	03/16/2009		A	500 A \$ 3.46	992,206 ⁽²⁾	I	By partnership
Common Stock	03/16/2009		A	900 A \$ 3.45	993,106 ⁽²⁾	I	By partnership
Common Stock	03/16/2009		A	100 A \$ 3.44	993,206 ⁽²⁾	I	By partnership
Common Stock	03/16/2009		A	1,000 A \$ 3.4	994,206 ⁽²⁾	I	By partnership

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Common Stock	03/16/2009	A	500	A	\$ 3.35	994,706 ⁽²⁾	I	By partnership
Common Stock	03/16/2009	A	1,000	A	\$ 3.3	995,706 ⁽²⁾	I	By partnership
Common Stock	03/16/2009	A	200	A	\$ 3.25	995,906 ⁽²⁾	I	By partnership
Common Stock	03/16/2009	A	800	A	\$ 3.2475	996,706 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	800	A	\$ 3.2812	997,506 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	200	A	\$ 3.3	997,706 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	300	A	\$ 3.2299	998,006 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	700	A	\$ 3.2214	998,706 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	1,000	A	\$ 3.2	999,706 ⁽²⁾	I	By partnership
Common Stock	03/17/2009	A	1,000	A	\$ 3.15	1,000,706 ⁽²⁾	I	By partnership
Common Stock						124 ⁽³⁾	I	By corporation
Common Stock						11,640 ⁽⁴⁾	I	By partnership
Common Stock						3,510 ⁽⁵⁾	I	By pension trust
Common Stock						130,439 ⁽⁵⁾	I	By pension and profit sharing funds of REIT Management Corp.
Common Stock						47,566 ⁽⁶⁾	I	By spouse
Common Stock						12,128 ⁽⁷⁾	I	By foundation

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

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(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. Number of Derivative Securities Owned Beneficially (Instr. 5)
				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
GOULD FREDRIC H 60 CUTTER MILL ROAD SUITE 303 GREAT NECK, NY 11021	X		Chariman of Board	

Signatures

Fredric H. Gould 03/18/2009

**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) The total includes shares owned in an IRA account.
- (2) Reporting person, the sole member of a limited liability company which is a general partner of Gould Investors L.P. and an executive officer of the corporate managing general partner of Gould Investors L.P., indirectly owns shares reported directly by Gould Investors L.P. This represents all shares of issuer owned by Gould Investors L.P. and includes shares purchased under issuer's dividend reinvestment plan.
- (3) Reporting person is the sole shareholder of this corporation.
- (4) Reporting person is a partner in this partnership.
- (5) Reporting person is a trustee of this pension trust.
- (6) Reporting person disclaims any beneficial interest in 35,438 shares held by reporting person's spouse. Total includes 12,128 shares of issuer held by the Gould Shenfeld Family Foundation, of which reporting person's spouse is a director.
- (7) Reporting person is a director of the Gould Shenfeld Family Foundation.

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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