#### MAHLER JOSEPH G

Form 4/A June 02, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

**OMB APPROVAL** 

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and A MAHLER J	ddress of Reporting P OSEPH G	erson * 2. Issuer Symbol	Name and Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M		ELL ENERGY IN Earliest Transaction	IC [FCEL]	(Check all applicable)				
( ) ( )			ay/Year)		Director 10% Owner Selficer (give title Other (specify below) SVP, CFO, CS, Treasurer				
	(Street)		ndment, Date Origina th/Day/Year) 009	I	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DANBURY	, CT 06813				Form filed by More than One Reporting Person				
(City)	(State)	Zip) Table	e I - Non-Derivative	Securities Ac	quired, 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. 4. Secur Transaction(A) or D Code (D) (Instr. 8) (Instr. 3,	4 and 5)  (A) or	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4)  Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	03/26/2009(1)		A 56,000	A \$0	233,749 D				

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 displays a currently valid OMB control number.

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

#### Edgar Filing: MAHLER JOSEPH G - Form 4/A

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secu
(Instr. 3)	Price of	e of (Month/Day/Year) (Instr. 8) Derivative					Securitie	es	(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)						
								Δ	mount		
								0			
						•	Expiration		l Jumber		
						Exercisable	Date	0			
				Code V	(A) (D)				hares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MAHLER JOSEPH G **3 GREAT PASTURE ROAD** DANBURY, CT 06813

SVP, CFO, CS, Treasurer

## **Signatures**

Jacqueline Perez-Ares, as 06/02/2009 attorney-in-fact

> \*\*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).

This report on Form 4 amends the Original Form 4 (the "Original Filing") that was filed on 3/31/09. The Original Filing mistakenly reported that the grant to the Reporting Person was in the form of Restricted Stock Units. This amended Form 4 Report corrects that information to reflect that such grant was of Restricted Stock, not Restricted Stock Units. All other information concerning the grant remains the same, including the number of underlying shares and the vesting schedule.

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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