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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

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**SCHEDULE 13G\***

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)**

**Ameresco Inc.**

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(Name of Issuer)

Class A Common Stock, \$0.0001 par value per share

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(Title of Class of Securities)

02361E108

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(CUSIP Number)

December 31, 2010

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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<b>1.</b>	NAMES OF REPORTING PERSONS Samuel T. Byrne	
<b>2.</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input type="checkbox"/> Not applicable	
<b>3.</b>	SEC USE ONLY	
<b>4.</b>	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5.</b>	SOLE VOTING POWER 1,698,620 shares
	<b>6.</b>	SHARED VOTING POWER 0 shares
	<b>7.</b>	SOLE DISPOSITIVE POWER 1,698,620 shares
	<b>8.</b>	SHARED DISPOSITIVE POWER 0 shares
<b>9.</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,698,620 shares	
<b>10.</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable	
<b>11.</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.36%	
<b>12.</b>	TYPE OF REPORTING PERSON IN	

SCHEDULE 13G

- Item 1(a) Name of Issuer:  
Ameresco Inc.
- 1(b) Address of Issuer's Principal Executive Offices:  
111 Speen Street, Suite 410  
Framingham, MA 01701
- Item 2(a) Name of Person Filing:  
Samuel T. Byrne
- 2(b) Address of Principal Business Office or, if none, Residence:  
CrossHarbor Capital Partners, LLC  
One Boston Place, 23rd Floor  
Boston, MA 02108-4406
- 2(c) Citizenship:  
United States
- 2(d) Title of Class of Securities:  
Class A Common Stock, \$0.0001 per value per share
- 2(e) CUSIP Number:  
02361E108
- Item 3 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c):  
Not applicable
- Item 4 Ownership:
- 4(a) Amount beneficially owned:  
1,698,620 shares
- 4(b) Percent of Class:  
7.36%
- 4(c) Number of shares as to which such person has:
- (i) sole power to vote or to direct the vote:  
1,698,620 shares
- (ii) shared power to vote or to direct the vote:  
0 shares

(iii) sole power to dispose or to direct the disposition of:  
1,698,620 shares

(iv) shared power to dispose or to direct the disposition of:  
0 shares

Item 5 Ownership of Five Percent or Less of a Class:  
Not Applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:  
Not Applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:  
Not Applicable.

Item 8 Identification and Classification of Members of the Group:  
Not Applicable.

Item 9 Notice of Dissolution of Group:  
Not Applicable.

Item 10 Certification:  
Not Applicable.

After reasonable inquiry and to the best of its knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: /s/ Samuel T. Byrne  
Name: Samuel T. Byrne

February 10, 2011

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