# FORM 4

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

OMB APPROVAL				
OMB Number:	3235-028	7		
Estimated average	burden			
nours per response	e 0.	5		

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 or Section 30(h) of the Investment Company Act of 1940

pe Response	es)													
1. Name and Address of Reporting Person *- WISNESKI FRANCIS V JR			2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X. Director. 10% Owner.						
(Last) (First) (Middle) C/O AMERESCO, INC., 111 SPEEN STREET, SUITE 410			3. Date of Earliest Transaction (Month/Day/Year) 09/09/2014									elow)		
(Street) FRAMINGHAM, MA 01701			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person						
)	(State)	(Zip)		Tal	ole I - Non	-Deri	vative S	ecurities	Acqui	ired, Dispo	osed of, or l	Beneficially	Owned	
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)		Execution Date, if Code		Code (Instr. 8)	(A) or Disposed of		of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form: E Direct (D)	V. Nature of Indirect Beneficial Ownership		
					Code	V	Amoun	(A) or (D)	Price					(Instr. 4)
Common St	tock	09/09/2014			P		1,000	A	\$ 7.75	56,035	35		D	
Class A Common Stock 09/10/2014		09/10/2014			P		1,000	A	\$ 7.6	57,035			D	
Report on a	separate line f	or each class of secu	rities be	eneficially of	owned dire	ctly o	r							
indirectly.						cont	ained i	n this fo	rm ar	e not req	uired to re	spond unl	ess	EC 1474 (9- 02)
											l			
Conversion or Exercise Price of Derivative Security  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Execution Date, if any (Code (Instr. 8))  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Execution Date, if any (Code (Instr. 8))  Execution Date, if any (Cod		and (Mo	nd Expiration Date Month/Day/Year)  ate Expiration		Am Unc Sec (Ins 4)	ount of derlying urities str. 3 and  Amount or Number of		Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivati Security Direct (I or Indirects)	Ownership (Instr. 4) ct				
	di Address of KI FRANCO ERESCO, I I I I I I I I I I I I I I I I I I I	KI FRANCIS V JR  (First) ERESCO, INC., 111 Sign (Street)  GHAM, MA 01701 (State)  ecurity  Common Stock  Common Stock  Report on a separate line for Exercise Price of Derivative	d Address of Reporting Person Stiff Franciscy JR  (First) (Middle) (ERESCO, INC., 111 SPEEN STREET, 10  (Street)  GHAM, MA 01701  (State) (Zip)  ecurity 2. Transaction Date (Month/Day/Year)  Common Stock 09/09/2014  Common Stock 09/10/2014  Report on a separate line for each class of security  Table II - D  (Conversion or Exercise Price of Derivative 10 of the content of the con	d Address of Reporting Person 2. Iss KI FRANCIS V JR  CERESCO, INC., 111 SPEEN STREET, 109/09  (Street) 4. If A  GHAM, MA 01701  (State) 2. Transaction Date (Month/Day/Year)  Common Stock 09/09/2014  Common Stock 09/10/2014  Common Stock 09/10/2014  Table II - Derivative (e.g., put)  A. Table II - Derivation Conversion Or Exercise (Month/Day/Year)  A. Deemed 14  A. Deemed 15  A. Deemed 16  A. Deemed 17  A. Deemed 17  A. Deemed 18  A	Address of Reporting Person 2  KI FRANCIS V JR  (Middle) (Pirst) (Middle) (Street)  (Street)  (Street)  (Street)  (State)  (A If Amendment,  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)	d Address of Reporting Person * KI FRANCIS V JR  December 10 (First) (Middle) (Middle) (Street) (Month/Day/Year)  Common Stock (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Common Stock (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Code Common Stock (Month/Day/2014 (Price of Derivative Securities S	d Address of Reporting Person — (KI FRANCIS V JR (Middle) (BRESCO, INC., 111 SPEEN STREET, 10) (Street) (Street) (Street) (State) (Zip) (All Hammens, Date Original Following (Month/Day/Year) (Month/Day/Year) (Mo	Address of Reporting Person At St FRANCIS V JR  (First) (Middle)  GRESCO, INC., 111 SPEEN STREET, 10  (Street) 4. If Amendment, Date Original Filed(Month/Da)  (State) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 3. Date of Earliest Transaction (Month/Da)  (State) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 3. Transaction Date, if Ocde (Instr. 8) (D)  (Code V Amount Common Stock 09/10/2014 P 1,000  (Code V Amount Common Stock 09/10/2014 P 1,000  Table I - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, convertice of Derivative Security  (Month/Day/Year) 3. Transaction Date (Instr. 8) 5. Number of Code (Instr. 8) (D)  (Code V Amount Common Stock 09/10/2014 P 1,000  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, convertice of Derivative Securities Code (Instr. 8) (Instr. 3) 5. Number of Code (Instr. 8) (Instr. 3) 4. Securities Securities Securities Securities Securities Acquired (Instr. 8) 5. Number of Derivative Securities Se	Address of Reporting Person A Science of Resporting Person A Science of Responsibility of Person A Science of Responsibility of Person A Science o	Address of Reporting Person * KI FRANCIS V JR  3. Date of Earliest Transaction (Month/Day/Year)  (State)  (Zip)  (State)  (Zip)  (State)  (A) or Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or	Address of Reporting Person Americal Address of Reporting Person Americal Address of Reporting Person Americal American American (Middle)	Address of Reporting Person * KI FRANCIS V JR Common Stock  09/09/2014  2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC] 3. Date of Earliest Transaction (Month/Day/Year) 09/09/2014  4. If Amendment, Date Original Filed(Month/Day/Year) 09/09/2014  4. If Amendment, Date Original Filed(Month/Day/Year) 09/09/2014  7 Table 1 - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 3, 4 and 5) 09/09/2014  P 1,000 A \$ 7,75  66,035  7,035  7,035  7,035  7,035  7,035  7,035  7,035  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,036  7,037  7,036  7,03	Address of Reporting Person. Ameresco, Inc. [AMRC]  SRESCO, INC., 111 SPEEN STREET, 09/09/2014  4. If Amendment, Date Original Filed(Month/Day/Year) 09/09/2014  4. If Amendment, Date Original Filed(Month/Day/Year) 09/09/2014  6. Individual or Joint/Group Filing X. Form filed by One Reporting Person From filed by One Reporting Person Officer (gave title below) 09/09/2014  6. Individual or Joint/Group Filing X. Form filed by One Reporting Person From filed by One Reporting Person Officer (gave title below) 09/09/2014  6. Individual or Joint/Group Filing X. Form filed by One Reporting Person From filed by One Reporting Person Officer (gave title below) 09/09/2014  7. Transaction Date (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5)  8. Amount of Securities Securities Acquired (Instr. 8) (Instr. 3, 4 and 5)  8. Amount of Securities Securities Acquired (Instr. 3) 09/09/2014  8. Price of Officer (gave title below) 19/09/2014  9. In John Derivative Securities Acquired (Instr. 8) (Instr. 3, 4 and 5)  9. Amount of Securities Securities Securities Acquired (Instr. 8) (Instr. 3, 4 and 5)  1. Amount of Securities Se	Address of Reporting Person.*  Address of Reporting Person.*  Ameresco, Inc. [AMRC]  3. Date of Earliest Transaction (Month/Day/Year)  (Steet)  (Greet)  (Greet)  (Steato)  (Steato)  (Steato)  (Steato)  (Annumer of Date  (Month/Day/Year)  (Month/D

### **Reporting Owners**

B	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
WISNESKI FRANCIS V JR C/O AMERESCO, INC. 111 SPEEN STREET, SUITE 410 FRAMINGHAM, MA 01701	X						

#### **Signatures**

David J. Corrsin, attorney-in-fact	09/11/2014
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).

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 nu	mber.