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

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

'erson *	2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Middle) SPEEN	3. Date of Earliest Transaction (Month/Day/Year) 09/02/2011				-					elow)		
	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						
(Zip)	Т	able I	- Non	-Deriva	tive S	Securities	Acqui	red, Disp	osed of, or l	Beneficially (Owned	
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year		Code (Instr. 8)		ction 4.	4. Securities Acquired		uired of (D)	5. Amount of Securities			6. Ownership Form:	Beneficial
	(Month/Day/Year		ode	V A	moun	(A) or t (D)		(Instr. 3 and 4)			or Indirect (Instr. 4)	
09/02/2011]	P	1,	,000			15,300			D	
			quire	ed, Dispe	osed o	of, or Ben	eficiall	·		trol numbe	·.	
on 3A. Deemed Execution Da any	4. Transaction Code	5. Numb of Derive Secur Acqui (A) or Dispo of (D) (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (I or Indire	Beneficia Ownershi (Instr. 4)
								Amount				
i	(Zip) 2. Transaction Date (Month/Day/Year) 09/02/2011 for each class of securion Table II -	Ameresco, Inc (Middle) SPEEN 3. Date of Earlies 09/02/2011 4. If Amendment, (Zip) Table II - Derivative Securit (e.g., puts, calls, work) Table II - Derivative Securit (e.g., puts, calls, work) Ameresco, Inc 3. Date of Earlies 09/02/2011 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year) Table II - Derivative Securit (e.g., puts, calls, work) Table II - Derivative Securit (e.g., puts, calls, work) And Deemed Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8)	Ameresco, Inc. [AM 3. Date of Earliest Trans 09/02/2011 4. If Amendment, Date of Execution Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year) Cod (Inst. 2) Table II - Derivative Securities Action Code (E.g., puts, calls, warrant of Code (Month/Day/Year) Table II - Derivative Securities Action Code (Month/Day/Year) A. 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If Amendment, Date Original Filed(Month/Day/Year) 5. Amount of Securities Deneficially Owned Following (Instr. 8) 6. Individual or Joint/Group Filing Check Applicable, Semm filed by More than One Reporting Person 8. Amount of Securities 9. Amount of Indirect (I) (Instr. 3 and 4) 9. Ownership Form: Direct (I) or Indirect (I) (Instr. 4) 9. Ownership Form: Direct (I) or Indirect (I) (Instr. 4) 9. Ownership Form: Direct (I) or Indirect (I) (Instr. 4) 9. Ownership Form: Direct (I) or Indirect (I) (Instr. 4) 9. Ownership Form: Direct (I) (Instr. 3) 9. Ownership Form: Direct (I) (Instr. 4) 9. Ownership Form: Direct (I) (Ins

	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	09/06/2011
**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 number.