

Clemente Christopher  
 Form 4  
 June 04, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
 Clemente Christopher

2. Issuer Name and Ticker or Trading Symbol  
 Comstock Homebuilding Companies, Inc. [CHCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/29/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman and CEO

1886 METRO CENTER DR.,  
 FOURTH FLOOR

(Street)

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

RESTON, VA 20190

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	03/29/2012		A	(1)	150,000	A	\$ 0
Class A Common Stock					1,872,127	D	
Class A Common Stock					10,000	I	Custodian for Nicholas Schar Clemente (2)
Class A Common Stock					10,000	I	Custodian for Michael Douglas Schar

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Class A Common Stock		10,000	I	Clemente <sup>(2)</sup> Custodian for Dylan Schar Clemente <sup>(2)</sup>
Class A Common Stock		10,000	I	Clemente <sup>(2)</sup> Custodian for Noah Fitzgerald Schar Clemente <sup>(2)</sup>
Class A Common Stock		10,000	I	Clemente <sup>(2)</sup> Custodian for Mary Madeline Schar Clemente <sup>(2)</sup>
Class A Common Stock		10,000	I	Clemente <sup>(2)</sup> Custodian for Haley Schar Clemente <sup>(2)</sup>
Class A Common Stock		104,372	I	By Spouse <sup>(2)</sup>
Class A Common Stock		69,333	I	By FR 54, LLC <sup>(3)</sup>
Class A Common Stock		871,258	I	By Stonehenge Funding, LC <sup>(4)</sup>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)
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