FORM 4

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

OMB APPROVAL					
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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

AMISON DOUGLAS W HARRIS & HARRIS GROUP INC /NY/ [TINY] (Last) (First) (Modiff) 11 WEST 57TH STREET, SUITE 1100 (Street) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 4) ((Print or Typ	e Responses)															
1.	1. Name and Address of Reporting Person * JAMISON DOUGLAS W					- ·								(Check all applicable)				
Cap	(Last) (First) (Middle) 111 WEST 57TH STREET, SUITE 1100					· · · · · · · · · · · · · · · · · · ·								XOfficer (give title below)Other (specify below)				
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Instr. 3) 2. Transaction Date (Month/Day/Year) any (M					4. If Amendment, Date Original Filed(Month/Day/Year)								_X_ Form filed by One Reporting Person					
Title of Security Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 2. Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Month/Day/Year) 3. Transaction Date (Execution Date, if Code (Month/Day/Year) 4. S. Number of Code (S. puts, calls, warrants, options, convertible securities) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Number of Code (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Mumber of Code Securities (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 4. S. Number of Code Securities (Month/Day/Year) 5. Date (Instr. 3) 6. Transaction Direct (D) 6. Transaction Derivative Code Securities (Instr. 3) 6. Date (Exerciselle and Total Amount of Securities (Instr. 4) 6. Date (Instr. 3) 7. Nature Ownership of Indirect (Instr. 4) 8. Price of Derivative Code Securities (Instr. 3) 8. Price of Derivative Code Securities (Instr. 4) 9. Price of Derivative Code Securities (Instr. 4) 9. Price of Derivative Code Securities Security Code (Instr. 4) 1. Date (Instr. 4) 1. Date (Instr. 4) 1. Date (Instr. 3) 1. Date (Instr. 4) 1. Date (Instr.	<u> </u>																	
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. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of Conversion Date of Execution Date of Execution Date of Execution Date of Execution Date of Derivative or Exercise (Month/Day/Year) (Instr. 3) Price of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Instr. 3) Acquired (A) Acquired	(Instr. 3) Date			ate	2A. Deemed Execution Date, in			3. Transact Code (Instr. 8)		4. Se (A) o (Inst	Securities Acquired A) or Disposed of (D) nstr. 3, 4 and 5) (A) or		. Amount of Sowned Followi Transaction(s)	ecurities Beneficially		5. 7. Ownership of Form: Borrect (D) Or Indirect (I)	Indirect eneficial wnership	
Title of Derivative Conversion Date of Execution Date (Month/Day/Year) Instr. 3) Employee Stock Option Stock Porting Owner Name / Address Reporting Owner Name / Address Title of Derivative Security Owner Name / Address Reporting Owner Name / Address A. Deemed Execution Date in Transaction Date (Execution Date, if Director in 10% Owner Name / Address) A. Deemed Execution Date in Transaction Date (Month/Day/Year) A. Deemed Execution Date in Transaction Date (Month/Day/Year) A. Deemed Execution Date (Execution Date in Code (Instr. 8) of Derivative Securities (Instr. 3 and 4) A. Date Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Date Expiration Date (Instr. 4) Title On Month/Day/Year) A pount or Number of Underlying Securities (Instr. 3 and 4) Cownership Ownership Ownerships Title Amount or Number of Underlying Securities (Instr. 3) Reporting Owner Name / Address Reporting Owner Name / Address Reporting Owner Name / Address A point of Derivative Securities (Month/Day/Year) A point of Derivative Securities (Month/Day/Year) A point of Underlying Securities (Month/Day/Year) A point of Underlying Securities (Instr. 3 and 4) Title Amount or Number of Underlying Securities (Instr. 3) Reporting Owner Name / Address Reporting Owner Name / Address Relationships Director 10% Owner Officer Other	Reminder: R	Report on a se	eparate line	for each c		- Derivativ	ve Sec	curities .	Acqui	Perso conta form	ons v ined disp	d in this fori clays a curre d of, or Bene	m are neently va	ot required t ilid OMB cor	o respond	l unless the		74 (9-02)
Code V (A) (D) Date Exprisable Date Code V (A) (D) Date Exprisable Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Exprisation Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Date Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Date Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Date Date Code V (A) (D) Date Exercisable Date Code V (A) (D) Date Date Date Date Code V (A) (D) Date Date Date Date Code V (A) (D) Date Date Date Date Date Date Code V (A) (D) Date Date Date Date Date Date Date Date	1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	y/Year) E	3A. Deemed Execution Date, if ar)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date		cisable and ate	7. Title of Unde Securiti	erlying ies	Derivative Security	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
Stock Option \$ 6.92 08/13/2008 A 199,682 (1) 12/27/2017 Common Stock 199,682 D 199,682 D Stock Option Stock 199,682 Stock Option Opt						Code	v	(A)	(D)				Title	or Number		(Instr. 4)	(Instr. 4)	
Reporting Owner Name / Address Director 10% Owner Officer Other	Employee Stock Option (Right to Buy)		08/13/2	2008		A		199,682	2	(1)		12/27/2017		1199.682	\$ 0	199,682	D	
Reporting Owner Name / Address Director 10% Owner Officer Other	Repor	ting O	wners															
Director 10% Owner Officer Other	Reporting (Reporting Owner Name / Address			hips													
				Director	10% Owner	Officer	Ot	her										

Signatures

SUITE 1100

111 WEST 57TH STREET

NEW YORK, NY 10019

/s/ Jackie Matthews, by Power of Attorney	08/13/2008		
-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).

President

(1) 49,921 vest on 8/13/09; 49,921 vest on 8/13/10; 49,920 vest on 8/13/11 and 49,920 vest on 8/13/12.

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see}\ Instruction\ 6 for procedure.$

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.

POWER OF ATTORNEY

The undersigned, being a person required to file a statement under Section 16(a) of the Securities Exchange Act of 1934 (the "1934 Act") with respect to Harris & Harris Group, Inc., a New York corporation, hereby authorizes, designates and appoints Jackie Matthews, Carmen DeForest, Charles E. Harris, Sandra M. Forman or Jennifer McGovern to act as attorney-in-fact to execute and file statements on Form 3, Form 4 and Form 5 (including Form ID) and any successor forms adopted by the Securities Exchange Commission, as required by the 1934 Act and the Investment Company Act of 1940 and the rules thereunder, and to take such other actions as such attorney-in-fact may deem necessary or appropriate in connection with such statements, hereby confirming and ratifying all actions that such attorney-in-fact has taken or may take in reliance hereon. This power of attorney shall continue in effect until the undersigned no longer has an obligation to file statements under the section cited above, or until specifically terminated in writing by the undersigned.

IN WITNESS WHEREOF, the undersigned has duly executed this power of attorney on the 8th day of January, 2008.

By: /s/ Douglas W. Jamison Douglas W. Jamison