FORM 4

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

OMB APPROVAL					
DMB Number:	3235-0287				
Stimated average burden					
ours per respon	se 0.5				

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

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) 1. Title of Derivative Conversion Date (Month/Day/Year) Security (Instr. 3) Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Day/Year) Transaction of Transaction Date (Month/Day/Year) Code Derivative Securities (Instr. 8) Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and Amount of Derivative Derivative Securities Securities Securities (Instr. 5) Derivative Securities (Instr. 4)	Print or Ty	pe Response	(S)													
A start Code	Name and Address of Reporting Person *			· .						(Check all applicable)						
NEW YORK, NY 10019 City C				· · · · · · · · · · · · · · · · · · ·												
City Code (Instr. 3) Date (Month/Day/Year) Code (Month/Day/Year) Code (Instr. 8) Code (Instr. 3, 4 and 5) Code (Instr. 4) Code (Instr. 5) Code (Instr. 4) Code (Instr. 5) Code (Instr. 4) Code (Instr. 5) Code (Instr. 4) Code (Instr. 5) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 5) Code (Ins	· ,			4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Form filed by One Reporting Person						
Date (Month/Day/Year) Execution Date, if (Month/Day/Year) Execut				(Zip)	Table I - Non-Derivative Securities Acqui						ired, Disposed of, or Beneficially Owned					
Common Stock 11/13/2008 P 1,134 A S 3,9 7,937 D 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. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion or Exercise (Month/Day/Year) Securities (Month/Day/Year) Ownership of Indirect Ownership Securities Own	(Instr. 3) Date		Date	Execution Date, if any		Code (Instr. 8)		(A) or Disposed o (D)		of	Beneficia Reported	ally Owned Following I Transaction(s)		Ownership Form: Direct (D)	of Indirect Beneficial Ownership	
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. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 2. Derivative Conversion Date Conversion Price of Derivative Price of Derivative Security (Instr. 3) Derivative Security Security Ownership of Indirect Ownership Operivative Securities Acquired (A) or Disposed (A) or Disposed Disposed Ozionation Information SEC 1474 (9-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) 1. Title of 2. Derivative Conversion Date (Month/Day/Year) Derivative Securities (Instr. 3 and Price of Derivative Securities (Instr. 4) Derivative Securities (Instr. 4) Ownership Of Indirect (Instr. 5) Derivative Securities (Instr. 4) Ownership Of Indirect (Instr. 4)							Code	V	Amoun		Price			(I)	(Instr. 4)	
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) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Transaction Obate (and Expiration Date and Expiration Date (Month/Day/Year) (Instr. 3) Transaction Or Exercise (Instr. 3) Date (Month/Day/Year) (Instr. 8) Derivative (Month/Day/Year) (Instr. 8) Securities (Instr. 5) Securities (Instr. 5) Beneficially Derivative Owned Security (Instr. 5) Derivative Owned Security (Instr. 4) Derivative Own	Common	Stock		11/13/2008			P		1,134	A	\$ 3.9	7,937			D	
Derivative Security (Instr. 3) Price of Derivative Security (Security Variety) For Derivative Security (Instr. 4) Price of Derivative Security Security (Instr. 5) Price of Derivative Security Security (Instr. 6) Derivative Security Secur		Report on a	separate fine to	Table II - D	Derivative Secu	urities	Acquire	Perso conta the fo	ons whained in orm dis	n this for splays a of, or Ben	rm ar curre eficia	e not required to the second s	uired to re d OMB cor	spond unle	ss	C 1474 (9- 02)
of (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date Exercisable Exercisable Expiration Date Expiration D	Derivative Security	Conversion or Exercise Price of Derivative	Date	Year) Execution Da	Code	tion of De Se Ac (A Di of (Ir	erivative ecurities cquired A) or isposed C(D) nstr. 3,	and I (Mor	Expiration the Control of the Contro	on Date Year) Expiration	Am Und Sec (Ins 4)	ount of derlying urities str. 3 and Amount or Number	Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction(Ownersh Form of Derivativ Security: Direct (I or Indire s) (I)	Beneficial Ownership (Instr. 4)
Code V (A) (D) Shares					Code	V (A	A) (D)									

Reporting Owners

Daniel Communication (Addison	Relationships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Shanley Richard P 111 WEST 57TH STREET SUITE 1100 NEW YORK, NY 10019	Х			

Signatures

/s/ Jackie Matthews by Power of Attorney	11/13/2008
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).

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.

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 or Sandra M. Forman 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 12th day of March, 2007.

By: /s/ Richard P. Shanley

Richard P. Shanley