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LIGHTPATH TECHNOLOGIES INC

Form 4

November 09, 2001

			OMB APPROVAL					
			OMB Number Expires: Decemble Estimated average behaves per response	ourden				
	U.S. SECURITIE Washin	S AND EXCHANGE gton, D.C. 205						
	STATEMENT OF CHAN	FORM 4 GES IN BENEFIC	IAL OWNERSHIP					
[X]	Filed pursuant to Section 16(a) Section 17(a) of the Public Section 30(f) of the Check this box if no longer sub obligations may continue. See	Utility Holdin Investment Co ject of Sectio	g Company Act of 193 mpany Act of 1940 n 16. Form 4 or Form	35 or				
1.	Name and Address of Reporting Pe	rson*						
	Danziger	Leslie	Α.					
	(Last)	 (First)	(Middle)					
	3819 Osuna NE							
		(Street)						
	Albuquerque	NM	87109					
	(City)	(State)	(Zip)					
=== 2.	Issuer Name and Ticker or Tradin	g Symbol						
	LightPath Technologies, Inc	LPTHA						
=== 3.	IRS or Social Security Number of Reporting Person (Voluntary)							
 4.	Statement for Month/Year	=========						
	October 2001							
=== 5.	If Amendment, Date of Original (Month/Year)							
=== 6.	Relationship of Reporting Person (Check all applicable) [] Director [] Officer (give title below) Former Director	[] 10%	Owner r (specify below)					
=== 7.	Individual or Joint/Group Filing [X] Form filed by one Reporting [] Form filed by more than one	Person						

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Form 4 (continued)

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

		Transaction	Securities Acquired (A) or Disposed of (D) (Instr 3, 4 and 5)	Bene- ficially	Owner- ship Form: Direct	Nature of Indirect Bene- ficial
		Code		End (D)	or	Owner-
Title of	Transaction	(Instr. 8)	(A)	of Month	Indirect	ship
Security	Date		Amount or Pric	ce (Instr.	(I)	(Instr.
(Instr. 3)	(mm/dd/yy)	Code V	(D)	3 and 4)	(Instr.4)	4)
Class A Stock	10/17/01	D	12,000 \$3.5	56		
Class A Stock	10/18/01	D	10,389 \$2.9	985 =======	D =======	

^{*} If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$

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

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Form 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

				Number of	r						Number of
				Deriv-	-			Title	and		Deriv-
	Conver-			ative				Amount	of		ative
	sion			Secur-	_			Underl	ying		Secur-
	of			ities				Securi	ties		ities
	Exer-			Acqui	red	Date		(Instr	. 3	Price	Bene-
	cise		Trans-	(A) o	r	Exercisa	ble and	and 4)		of	ficiall
	Price	Trans-	action	Dispos	sed	Expirati	on Date			Deriv-	Owned
	of	action	Code	of(D)		(Month/D	ay/Year)		Amount	ative	at End
Title of	Deriv-	Date	(Instr.	(Inst	r.3,				or	Secur-	of
Derivative	ative	(Month/	8)	4 and	5)	Date	Expira-		Number	ity	Month
Security	Secur-	Day/				Exer-	tion		of	(Instr.	(Instr.
(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares	5)	4)

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Explanation of Responses:

/s/ Leslie Danziger 11/09/01
-----**Signature of Reporting Person Date

** 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 provided is insufficient, see Instruction 6 for procedures.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to rule 101(b)(4) of Regulation S-T.

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