#### **GENCOR INDUSTRIES INC**

Form 4 June 03, 2008

### FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER LLOYD I III			2. Issuer Name <b>and</b> Ticker or Trading Symbol GENCOR INDUSTRIES INC			5. Relationship of Reporting Person(s) to Issuer					
			[GENC]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			Director Officer (given		0% Owner her (specify			
4550 GORDON DRIVE			(Month/Day/Year) 06/02/2008					below)	below)		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person				
NAPLES, FL 34102							Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	Securit	ties Aco	quired, Disposed	of, or Beneficia	ally Owned	
1.Title of	2. Transaction Dat	te 2A. Deer	med	3.	4. Securiti	ies Acc	quired	5. Amount of	6.	7. Nature of	
Security (Month/Day/Year) Execution		on Date, if	Transaction(A) or Disposed of (D)		Securities	Ownership	Indirect				
(Instr. 3) any			Code (Instr. 3, 4 and 5)		()	Beneficially	Form: Direct	Beneficial			
		(Month/)	Day/Year)	(Instr. 8)				Owned	(D) or	Ownership	
								Following Reported	Indirect (I) (Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)	(111541. 4)		
				a 1 ***		or	ъ.	(Instr. 3 and 4)			
				Code V	Amount	(D)	Price	,		D	
Common							\$			By Trust	

19,900 D

S

By Lloyd I. Miller, III, custodian

under

A-4 - Lloyd

I. Miller

Common Stock

Common

Stock

06/02/2008

1,100 (1) I

649,515 (1)

I

Florida UGMA for Alexandra B. Miller

10,800 D

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Common Stock

Common Stock  $19{,}200\,\underline{\overset{(1)}{-}} \quad I \qquad \begin{array}{c} \text{By Trust C} \\ -\text{Lloyd I.} \\ \text{Miller} \end{array}$  Common Stock  $144{,}145\,\underline{\overset{(1)}{-}} \quad I \qquad \begin{array}{c} \text{By Milfam} \\ \text{II L.P.} \end{array}$ 

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr.	ection 8)	5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 6	Director	10% Owner	Officer	Other			
MILLER LLOYD I III 4550 GORDON DRIVE NAPLES, FL 34102		X					

## **Signatures**

/s/ David J. Hoyt Attorney-in-fact 06/03/2008

\*\*Signature of Reporting Person Date

Reporting Owners 2

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### **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).
- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing (1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities covered by this filing.

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.