

VIDINLI NEDRET E

Form 4

May 26, 2009

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

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
VIDINLI NEDRET E

2. Issuer Name **and** Ticker or Trading
Symbol
AMERISERV FINANCIAL INC
/PA/ [ASRV]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
05/21/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(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

OH

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common	05/21/2009		S		100 ⁽¹⁾	D \$ 1.77	2,179,900 I By Fund <u>(1)</u>
Common	05/21/2009		S		300 ⁽¹⁾	D \$ 1.78	2,179,600 I By Fund <u>(1)</u>
Common	05/21/2009		S		351 ⁽¹⁾	D \$ 1.7801	2,179,249 I By Fund <u>(1)</u>
Common	05/21/2009		S		712 ⁽¹⁾	D \$ 1.75	2,178,537 I By Fund <u>(1)</u>
Common	05/22/2009		S		15,152 ⁽¹⁾	D \$ 1.75	2,163,385 I By Fund <u>(1)</u>

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Common	05/22/2009	S	<u>20,000</u> (1)	D	\$ 1.75	2,143,385	I	By Fund (1)
Common	05/22/2009	S	<u>18,537</u> (1)	D	\$ 1.75	2,124,848	I	By Fund (1)

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

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SEC 1474
(9-02)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

VIDINLI NEDRET E

X

OH

Signatures

Sharon M. Callihan,
Attorney-in-Fact

05/26/2009

__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).

(1) The shares of common stock are owned by Financial Stocks Capital Partners III L.P. ("FSCP III"). Mr. Vidinli is an officer of Finstocks Capital Management, LLC, the general partner and portfolio manager of FSCP III. Mr. Vidinli has no dispositive or voting authority over said shares and disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein which, based on his

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investment in FSCP III, amounts to less than 1% of the shares of common stock of AmeriServ Financial, Inc. held by FSCP III. This report shall not be deemed an admission that Mr. Vidinli is the beneficial owner of the disclaimed shares for purposes of Section 16 or otherwise.

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

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