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

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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

Response	<i></i>	_	1						I.		4			
Name and Address of Reporting Person * Davis William H				2. Issuer Name and Ticker or Trading Symbol TELKONET INC [TKOI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 10200 INNOVATION DRIVE #300			3. Date of Earliest Transaction (Month/Day/Year) 09/03/2013				-	Office	r (give title belo	ow)	Other (specify b	elow)		
(Street) MILWAUKEE, WI 53226				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person				
	(State)	(Zip)		Tal	ole I - No	n-Deri	vative S	ecurities	Acquir	red, Disp	osed of, or	Beneficially	Owned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	any		f Code (Instr. 8)		tion 4. Securities Acquire (A) or Disposed of (D) (Instr. 3, 4 and 5)		of	Beneficially Owned I		Following a(s)	(/	7. Nature of Indirect Beneficial Ownership
					Code	V	Amoun	(A) or t (D)	Price	(I		(I)	(Instr. 4)	
ock		09/03/2013			P		8,333 (1)	A	\$ 0.239	1,309,75	59		D	
port on a s	eparate line fo	or each class of secu	irities benef	icially	owned di	ectly o	r							
						cont	ained ii	n this fo	orm are	not req	uired to re	espond unl	ess	EC 1474 (9- 02)
										ly Owned	ı			
Derivative Conversion I		3. Transaction 3A. Deemed Execution E (Month/Day/Year) any		tte, if Transaction Code Year) (Instr. 8)		er 6. E and re (Mo	and Expiration Date (Month/Day/Year) Am Und Sec		7. Ti Amo Unde Secu (Inst	ount of erlying irities		Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (D or Indirect	Ownership (Instr. 4)
						Dat	e	Expiratio	on Tid	Amount or Number				
O CO poor E icicer	m H VATIO EE, WI rity ock ort on a s exercise to of ivative	MATION DRIVE # (Street) EE, WI 53226 (State) rity aversion a separate line for the	Table II - I (Middle) (Middle) (Street) EE, WI 53226 (State) (State) 2. Transaction Date (Month/Day/Year) ort on a separate line for each class of secundary secundary secundary (Month/Day/Year) Table II - I (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	TELKON (First) (VATION DRIVE #300 (Street) (Street) (Street) 4. If Amer (EE, WI 53226 (State) (Zip) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative S (e.g., puts, c) (e.g., puts, c) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Institutive)	TELKONET IN (First) (VATION DRIVE #300 (Street) (Street) 4. If Amendment, EE, WI 53226 (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities beneficially of the conversion Date (Leg., puts, calls, was any (Month/Day/Year)) Table II - Derivative Securities beneficially of the conversion Date (Leg., puts, calls, was any (Month/Day/Year)) Table II - Derivative Securities beneficially of the conversion Date (Leg., puts, calls, was any (Month/Day/Year)) Table II - Derivative Securities beneficially of the conversion Date (Leg., puts, calls, was any (Month/Day/Year)) Table II - Derivative Securities beneficially of the conversion Date (Leg., puts, calls, was any (Month/Day/Year))	Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, of the care of code (Month/Day/Year) Table II - Derivative Securities Acquired (A) or	TELKONET INC [TKOI] (First) (Middle) (Street) 3. Date of Earliest Transaction (Moy/03/2013 (Street) 4. If Amendment, Date Original For Execution Date (Street) (State) (Zip) Table I - Non-Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code Vock (Month/Day/2013) Port on a separate line for each class of securities beneficially owned directly of the first of th	TELKONET INC [TKOI] 3. Date of Earliest Transaction (Month/Day 09/03/2013 4. If Amendment, Date Original Filed(Mont Execution Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Securities Deneficially owned directly or 2. Transaction Date (Ce.g., puts, calls, warrants, options, converted to Code (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Transaction Date (Ce.g., puts, calls, warrants, options, converted (Month/Day/Year) 3. Transaction (Month/Day/Year) 2. Transaction Date (Day Derivative Securities Acquired (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Transaction (Code (Ce.g., puts, calls, warrants, options, converted (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Transaction (Code (Ce.g., puts, calls, warrants, options, converted (Month/Day/Year) 4. Transaction (Month/Day/Year)	TELKONET INC [TKOI] (Middle) VATION DRIVE #300 (Street) 3. Date of Earliest Transaction (Month/Day/Year) 09/03/2013 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Table I - Non-Derivative Securities Accurred (A) or Disposed (Instr. 3, 4 and 5. (Instr. 3, 4 and	TELKONET INC [TKOI] VATION DRIVE #300 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) (A) (A) (A) (B) (A) (Code (Instr. 8) (A) (A) (Code (Instr. 3, 4 and 5) (A) (A) (A) (B) (A) (Code (Instr. 3, 4 and 5) (A) (A) (Code (Instr. 3, 4 and 5) (A) (A) (Code (Instr. 3, 4 and 5) (A) (A) (Code (Instr. 3, 5) (Instr. 4) (Instr. 3, 4 and 5)	TELKONET INC [TKOI] X_Direct office offic	TELKONET INC [TKO] (Street) (Street) (State) (A) or Disposed of (A) or Disposed of (Instr. 3, 4 and 5) (Instr. 3, 3 and 4) (Instr. 5) (Instr	TELKONET INC [TKOI] (First) (A) (A) (A) (Code (A) (A) (Code (C	TELKONET INC [TKO] VATION DRIVE #300 (Strees) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 7. Table 1 - Non-Derivative Securities Acquired (Month/Day/Year) (Month/Day/Yea

Barretta Orana Nama (Addana	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Davis William H 10200 INNOVATION DRIVE #300 MILWAUKEE, WI 53226	X					

Signatures

/s/ James J. Schilling, power of attorney	09/03/2013
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) Table I, Item 4 -- Represents purchase by the reporting person on the open market per Rule 10b 5-1.

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.