

Beaumont Lee G
Form SC 13G/A
January 03, 2013

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

SCHEDULE 13G/A

(Amendment No. 1)*

Under the Securities Exchange Act of 1934

AeroCentury Corp.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

007737-10-9

(CUSIP Number)

December 31, 2012

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 control number.

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1 Name of Reporting Person
 I.R.S. Identification Nos. of Above Persons (Entities Only)
 Lee G. Beaumont

2 Check the Appropriate Box if a Member of a Group (See Instructions)
 (a)
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization
 United States of America

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 152,500
	6	Shared Voting Power 0
	7	Sole Dispositive Power 152,500
	8	Shared Dispositive Power 0

9 Aggregate Amount Beneficially Owned by Each Reporting Person:
 152,500

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11 Percent of Class Represented by Amount in Row 9
 9.5%*

12 Type of Reporting Person (See Instructions)
 IN

* Calculation based on 1,606,557 shares outstanding pursuant to AeroCentury Corp. s quarterly report on Form 10-Q for the period ended September 30, 2012.

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Item 1 (a). Name of Issuer:
AeroCentury Corp.

Item 1 (b). Address of Issuer's Principal Executive Offices:
1440 Chapin Avenue, Suite 310

Burlingame, CA 94010

Item 2(a). Name of Person Filing:
Lee G. Beaumont

Item 2(b). Address of Principal Business Office, or if none, Residence:
2090 Centro Street, East

Tiburon, CA 94920

Item 2(c). Citizenship:
United States of America

Item 2(d). Title of Class of Securities:
Common Stock

Item 2(e). CUSIP Number:
007737-10-9

Item 3: Not applicable.

Item 4.

Ownership.

(a) Amount beneficially owned:

152,500

(b) Percent of class:

9.5%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

152,500.

(ii) Shared power to vote or to direct the vote:

0,

(iii) Sole power to dispose or to direct the disposition of:

152,500,

(iv) Shared power to dispose or to direct the disposition of:

0

Items 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10.

Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 2, 2013
(Date)

/s/ Lee G. Beaumont
(Signature)

Lee G. Beaumont
(Name/Title)

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).