Wilson Robert Jr. Form 3 January 11, 2010

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Estimated average burden hours per response...

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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ENERGY FOCUS, INC/DE [EFOI] Wilson Robert Jr. (Month/Day/Year) 12/31/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1244 GALLATIN PIKE SOUTH (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting Officer _X_ Other Person MADISON, TNÂ US 37115 (give title below) (specify below) Form filed by More than One Vice President of Subsidiary Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Ι Common Stock 1,000,000 By TLC Investments, LLC (1)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	Ownership I Form of (6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of	Price of Derivative Security	Derivative Security: Direct (D) or Indirect	

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				Shares		(I) (Instr. 5)	
Stock Options for Common Stock	(2)	12/31/2019	Common Stock	140,000	\$ 0.64	D	Â
Convertible Promissory Note	(3)	06/30/2013	Common Stock	500,000	\$ 1	I	By TLC Investments, LLC
Warrant to Purchase Common Stock	(4)	12/31/2014	Common Stock	600,000	\$ 0.65	I	By Woodstone Energy, LLC (1)

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
Wilson Robert Jr.						
1244 GALLATIN PIKE SOUTH	Â	Â	Â	Vice President of Subsidiary		
MADISON, TN US 37115						

Signatures

Robert E.
Wilson

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Mr. Wilson owns a minority interest in this company.
- (2) Granted under the 2008 Stock Incentive Plan; 25% exercisable on 12/31/2010, the remaining 75% exercisable monthly in equal amounts over next 36 months.
- (3) This Note is convertible from 06/30/2010 to 06/30/2013.
- (4) Exercisable as to 400,000 shares when \$10 million in orders received, and as to 200,000 shares when \$5 million additional orders received.

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.

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