MOGG JIM W

Form 3

Cotober 27, 2		TED STA	TES SECU	RITIES A	ND EXCH.	ANGE CON	MMISSIO	N OMB	APPROVAL	
FORM 3 UNITED STATES SECURITIES A Washington,						OMB Number:	3235-0104			
	INITIAL STATEMENT OF BEN							Expires:	January 31, 2005	
		on 17(a) of		Jtility Hold	Securities	Exchange A ny Act of 19 .ct of 1940		burden h , response	d average Iours per	
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> MOGG JIM W			Statement (Month/Day/Year)		<sup>g</sup> 3. Issuer Name <b>and</b> Ticker or Trading Symbol First Wind Holdings Inc. [WIND]					
(Last)	(First)	(Middle)	10/27/2010		4. Relations Person(s) to	ship of Reportin Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)		
C/O FIRST LINCOLN S						ck all applicabl			r our)	
	(Street)				X Direc Office (give title bel	er Oth	er Fil	Individual or Jo ling(Check Appl (_ Form filed by	licable Line)	
BOSTON,Â	MAÂ 021	.11			(8		Per	_ Form filed by _ Form filed by M porting Person		
(City)	(State)	(Zip)		Table I - I	Non-Deriva	ative Securi	ties Benef	ficially Own	ied	
1.Title of Secur (Instr. 4)	ity			2. Amount of Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature Ownershi (Instr. 5)	of Indirect Be	neficial	
Class A Com	nmon Stoc	k, \$0.001 p	ar value	0		D	Â			
Reminder: Repo			ach class of sec	curities benefic	cially	SEC 1473 (7-0	)2)			
	inforn requi	nation cont red to respo	pond to the ained in this ond unless th MB control r	form are no ne form disp	t					

## 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)	Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security	Security: Direct (D)	

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Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MOGG JIM W C/O FIRST WIND 179 LINCOLN STREET, SUITE 500 BOSTON, MA 02111	ÂX	Â	Â	Â		
Signatures						
/s/ Paul H. Wilson, Jr., Attorney-in-Fact for Jim Mogg			10/27/2010			
**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).

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.