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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

CONCERO INC

Form 5

February 14, 2001

Washington, D.C. 20549				
FORM 5 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNE	CRSHIP			
[] Check box if no longer subject to Section Form 4 or Form 5 obligations may continue.				
[] Form 3 Holdings Reported				
[] Form 4 Transactions Reported				
 Name and Address of Reporting Person(s) Herring, Tom A. Polaris Venture Partners 2305 Barton Creek Boulevard, #44 Austin, TX 78735 				
2. Issuer Name and Ticker or Trading Symbol Concero Inc. (CERO)				
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)				
<pre>4. Statement for Month/Year 12/00</pre>				
5. If Amendment, Date of Original (Month/Year)				
6. Relationship of Reporting Person(s) to Issuer (Check all applicable) [X] Director [] 10% Owner [] Officer (give title below) [] Other (specify below)				
7. Individual or Joint/Group Filing (Check App [X] Form filed by One Reporting Person [] Form filed by More than One Reporting F Table I Non-Derivative Securities Acquired,	Person		ficially Owned	1
1) Title of Security			4.Securities	
-			or Disposed c	-

Table II (PART 1) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns

1) Title of Derivative

2) Conversion 3) Trans- 4) Trans- 5) Number of Derivative

Security or Exercise action action Securities Acquired (A)

Price of Date Code or Disposed of (D)

Derivative

Code A

Security

D

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Non-Qualified Stock Option (right to buy)	\$3.5000				
Non-Qualified Stock Option (right to buy)	\$6.8750				
Non-Qualified Stock Option (right to buy)	\$7.9600				
Non-Qualified Stock Option	\$11.5000				
(right to buy) Non-Qualified Stock Option	\$12.2500				
(right to buy) Non-Qualified Stock Option	\$15.9840	05/17/00	А	4,000	
<pre>(right to buy) Non-Qualified Stock Option</pre>	\$20.0000	01/03/00	J	1,674	
(right to buy)	,20 . 0000	31, 33, 00	Ŭ	1,0,1	

Table II (PART 2) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns

1)Title of Derivative Security	3)Trans- action Date	7) Title and Amount of Underlying Securities Title	Amount or Number of Shares	8)Price of Deri- vative Security
Non-Qualified Stock Option		Common Stock	4,000	
(right to buy)			4 000	
Non-Qualified Stock Option (right to buy)		Common Stock	4,000	
Non-Qualified Stock Option		Common Stock	21,538	
(right to buy)			21,000	
Non-Qualified Stock Option		Common Stock	6,024	
(right to buy)				
Non-Qualified Stock Option		Common Stock	3,244	
(right to buy)				
Non-Qualified Stock Option	05/17/00	Common Stock	4,000	\$15.9840
(right to buy)				
Non-Qualified Stock Option	01/03/00	Common Stock	1,674	\$20.0000

[FN]

Explanation of Responses:

(right to buy)

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- (1) All shares are currently exercisable.
- (2) 16,153 Options are currently exercisable. The remaining 5,385 options become exercisable on January 31, 2001.
- (3) The option to purchase 4,000 shares becomes exercisable on May 17, 2001.
- (4) 1,535 Options are currently exercisable. The remaining 139 options become exercisable on January 31, 2001.

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SIGNATURE OF REPORTING PERSON

/S/ Herring, Tom A. DATE: 01/09/01