

MULTIBAND CORP

Form 3

December 13, 2012

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 Person *

CANNELL CAPITAL LLC

(Last) (First) (Middle)

310 E. PEARL ST., UNIT
A, PO BOX 3459

(Street)

JACKSON, WY 83001

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

12/13/2012

3. Issuer Name and Ticker or Trading Symbol
MULTIBAND CORP [MBND]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common stock (Class A shares)	412,829	I (1) (2)	Tristan Offshore Fund, Ltd. (1) (2)
Common stock (Class A shares)	532,603	I (1) (2)	Cuttyhunk Master Portfolio (1) (2)
Common stock (Class A shares)	683,802	I (1) (2)	Tonga Partners, L.P. (1) (2)
Common stock (Class A shares)	735,608	I (1) (2)	Tristan Partners, L.P. (1) (2)
Common stock (Class A shares)	35,212	I (1) (2)	Optima UCITS Umbrella Plc / Cannell UCITS Fund (1) (2)
Common stock (Class A shares)	68,339	I (1) (2)	Separately managed accounts (1) (2)

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CANNELL CAPITAL LLC 310 E. PEARL ST., UNIT A PO BOX 3459 JACKSON, WY 83001	Â	Â X	Â	Â

Signatures

J. Carlo Cannell on behalf of Cannell Capital
LLC 12/13/2012

__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).

As of Dec. 13, 2012, Tristan Offshore Fund Ltd., Tristan Partners, LP, The Cuttyhunk Master Portfolio, Tonga Partners, LP, Cannell UCITS Fund and sundry separately managed accounts (collectively the "Funds") owned in the aggregate (i) 2,468,393 Class A shares of common stock of Multiband, Inc. Cannell Capital LLC acts as the investment adviser to Tristan Offshore Ltd., Cuttyhunk Master Portfolio, Cannell UCITS Fund, and the Cannell separately managed accounts, and is the general partner of and investment adviser to Tristan Partners, LP and Tonga Partners LP.

Mr. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. As such, Mr. Cannell possesses sole power to vote and direct the disposition of all securities of Multiband, Inc. held by the Funds. Thus, for the purposes of Reg. Section 240.13d-3, as of Dec. 13, 2012, Mr. Cannell beneficially owns 2,468,393 shares. Mr. Cannell's interest in the securities reported herein is limited to the extent of his pecuniary interest in each of the Funds, if any. None of the Funds individually holds more than 3.5% of the Class A shares of Multiband, Inc.

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.