

Yonce Donald
Form 4
August 20, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Person *
Yonce Donald

(Last) (First) (Middle)
32 STONEBRIAR WAY
(Street)
FRISCO, TX 75034
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SolarWinds, Inc. [SWI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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SEC 1474 (9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----------------------------------|-------|------------|--|-----------|------------------|-----------------|--------------|----------------------------|
| | | | Code | V (A) (D) | | | | |
| Call Options (obligation to sell) | \$ 65 | 08/16/2012 | S | 1,200 | 03/25/2013 | 03/25/2013 | Common Stock | 120,000 |
| Call Options (obligation to sell) | \$ 65 | 08/16/2012 | S | 1,200 | 03/25/2013 | 03/25/2013 | Common Stock | 120,000 |
| Call Options (obligation to sell) | \$ 65 | 08/16/2012 | S | 300 | 03/25/2013 | 03/25/2013 | Common Stock | 30,000 |
| Call Options (obligation to sell) | \$ 65 | 08/16/2012 | S | 300 | 03/25/2013 | 03/25/2013 | Common Stock | 30,000 |
| Call Options (obligation to sell) | \$ 65 | 08/17/2012 | S | 1,600 | 03/25/2013 | 03/25/2013 | Common Stock | 160,000 |
| Call Options (obligation to sell) | \$ 65 | 08/17/2012 | S | 160 | 03/28/2013 | 03/28/2013 | Common Stock | 16,000 |
| Call Options (obligation to sell) | \$ 65 | 08/17/2012 | S | 400 | 03/25/2013 | 03/25/2013 | Common Stock | 40,000 |
| Call Options (obligation to sell) | \$ 65 | 08/17/2012 | S | 40 | 03/28/2013 | 03/28/2013 | Common Stock | 4,000 |
| Call Options (obligation to sell) | \$ 65 | 08/20/2012 | S | 96 | 03/25/2013 | 03/25/2013 | Common Stock | 9,600 |
| Call Options (obligation to sell) | \$ 65 | 08/20/2012 | S | 24 | 03/25/2013 | 03/25/2013 | Common Stock | 2,400 |

to sell)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Yonce Donald 32 STONEBRIAR WAY FRISCO, TX 75034 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Bryan A. Sims, Attorney-In-Fact for Donald C. Yonce | 08/20/2012 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) Securities are held by the Donald Yonce 2007 Trust, which is a grantor retained annuity trust. Donald C. Yonce is the trustee of the Donald Yonce 2007 Trust and retains a pecuniary interest in the securities held by the Donald Yonce 2007 Trust.
- (2) Securities are held by Atlantis SolarWinds, LP. Atlantis SolarWinds, LLC is the general partner of Atlantis SolarWinds, LP. The Donald Yonce Family Trust is the sole member of Atlantis SolarWinds, LLC. Mr. Yonce is the trustee of the Donald Yonce Family Trust and, by virtue of this relationship, retains a pecuniary interest in the shares held by Atlantis SolarWinds, L.P.

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.