FORM 4

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

OMB APPR	OVAL				
OMB Number:	3235-0287				
Estimated average burden					
nours per response	0.5				

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 or Section 30(h) of the Investment Company Act of 1940

pe Responses	s)														
1. Name and Address of Reporting Person * Gutry Phil				2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
ATT STRI	(First) EET, SUITE 606		3. Date of Earliest Transaction (Month/Day/Year) 11/09/2015						e title below)						
ORE MD 3	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person							
()	(State)	(Zip)			Ta	ble I -	Non-Deri	vative Sec	curities	Acquired,	Disposed	of, or Ben	eficially Own	ed	
ecurity		Date	Execution any	n Da	ate, if	Code (Instr. 8	3)	(A) or Dis (Instr. 3, 4	posed of and 5) (A) or	of (D) Owner Trans (Instr	D) Owned Following Reportant Transaction(s) (Instr. 3 and 4)		ed (Ownership of Form: Direct (D) or Indirect (I)	eneficial wnership
Report on a so	eparate line for eac	Table II - 1	Derivativ	e Se	curities	s Acqu	Perso contai form o	ns who rined in thisplays	nis forr a curre or Bene	m are not rently valid	required OMB co	to respor	nd unless th		74 (9-02)
e of 2. ative or Exercise 3) Price of Derivative Security Month/Day/Year Security Security		6. Date I Expiration	6. Date Exercisable and 7. Ti Expiration Date Amo (Month/Day/Year) Under Secu			Title and 8. acount of D derlying S urities (I		Derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)					
			Code	V					ation	Title	or				
					16,71	14	<u>(1)</u>	10/21	1/2025	Common	16,714	\$ 0	16,714	D	
	d Address of l ATT STRI ORE, MD 2 ORE, MD 2 Conversion or Exercise Price of Derivative Security	ATT STREET, SUITE 606 (Street) ORE, MD 21202 (State) ecurity 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year	AATT STREET, SUITE 606 (Street) ORE, MD 21202 (State) Curity 2. Transaction Date (Month/Day/Year) Report on a separate line for each class of securities Table II - (Month/Day/Year) 2. Table II - (Month/Day/Year) A Date (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person 2. Issuer Cerecor 3. Date of 11/09/20 (Street) 4. If Ames ORE, MD 21202 (State) (Zip) (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative (e.g., puts any (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Security (e.g., puts any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 4. Security (e.g., puts any (Month/Day/Year) 4. Code (Instr. 8) (Code (Inst	d Address of Reporting Person 2 2. Issuer Nar Cerector Inc. 3. Date of Ear 11/09/2015 (Street) (Street) (Street) (State) (State) (Zip) (Cip) (Cip) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Table II - Derivative Securities beneficially of Code (Instr. 8) Table II - Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V	2. Issuer Name and Cerecor Inc. [CER 3.] Date of Earliest Tr 11/09/2015 (Street) 4. If Amendment, Date of Code (Month/Day/Year) (State) (Zip) Tale ecurity 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Code V (A) (Month/Day/Year) Code (A)	Code Code	2. Issuer Name and Ticker or Tradin Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month 11/09/2015 4. If Amendment, Date Original Filed (Month/Day/Year) 5. Transaction Date (Month/Day/Year) 6. Street	Address of Reporting Person - 2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Yearl 11/09/2015 4. If Amendment, Date Original Filed(Month/Day/ONE, MD 21202 Coverity	2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Year) 11/09/2015 4. If Amendment, Date Original Filed(Month/Day/Year) ORE, MD 21202 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date (Month/Day/Year) Code V (A) (D)	2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Year) 11/09/2015 4. If Amendment, Date Original Filed(Month/Day/Year) 6. In Surface (Month/Day/Year) 7. Table I - Non-Derivative Securities Acquired, (A) or Disposed of (D) Price 8. Perort on a separate line for each class of securities beneficially owned directly or indirectly. 2. Table II - Derivative Securities Acquired, (A) or Disposed of (D) Ore Contained in this form are not form displays a currently valid Table II - Derivative Securities Acquired, Or Disposed of (D) Or	Address of Reporting Person = Cerecor Inc. [CERC] ATT STREET, SUITE 606 (Sineet) ORE, MD 21202 2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Year) 11/09/2015 4. If Amendment, Date Original Filed(Month/Day/Year) ORE, MD 21202 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Owned Follow (Instr. 3, 4 and 5) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired (Code, puts, calls, warrants, options, convertible securities) A Date (Instr. 8) A Date (Instr. 8) A Date (Instr. 8) A Date (Instr. 3 and 4) Code (Instr. 8) A Date (Instr. 3 and 4) Code (Instr. 8) A Date (Instr. 3 and 4) A Mount or Date (Month/Day/Year) Or Beneficially Owned (Instr. 8) A Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) Date (Instr. 3 and 4) Code (Instr. 8) A Date (Instr. 3 and 4) Date (Instr. 3 and 4) A Mount or Number (Instr. 3 and 4) A Mount or Date (Instr. 3 and 4) A Mount or Date (Instr. 3 and 4) A Mount or Number (Instr. 3 and 4)	Address of Reporting Person 2 Cerecor Inc. [CERC] Cerecor Inc. [CERC] Cerecor Inc. [CERC] ATT STREET, SUITE 606 Circuit ATT STREET, SUITE 606 Circuit Code Circuit Circuit	2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] ATT STREET, SUITE 606 (Street) (A) If Amendment, Date Original Filed(Month/Day/Year) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (A) If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (Street) (A) Or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3) (Instr. 3 and 4) (Instr. 3) (Instr. 4) (Instr. 5) (Instr. 4) (Address of Reporting Person = Cercero Inc. [CERC] 5. Relationship of Reporting Person(s) to Issuer (Creck all applicable) 2. Issuer Name and Ticker or Trading Symbol Cercero Inc. [CERC] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Check all applicable Check

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Gutry Phil 400 E. PRATT STREET, SUITE 606 BALTIMORE, MD 21202	X						

Signatures

/s/ Mariam E. Morris	11/12/2015
**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) The Stock Options vest in three equal installments on November 9, 2016, 2017 and 2018.

 $Note: File \ three \ copies \ of \ this \ Form, \ one \ of \ which \ must \ be \ manually \ signed. \ If \ space \ is \ insufficient, \ \textit{see} \ Instruction \ 6 \ for \ procedure.$

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.