

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MASTERSON WILLIAM T. JR.</u> (Last) (First) (Middle) <u>C/O LEE ENTERPRISES, INCORPORATED</u> <u>201 N. HARRISON ST., STE. 600</u> (Street) <u>DAVENPORT IA 52801</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/28/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>LEE ENTERPRISES, INC [LEE]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President - Newspapers</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	6,882	D	

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: 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			
Employee Stock Options (Right to Buy)	11/13/2003 ⁽¹⁾	11/13/2012	Common Stock	250	32.49	D	
Employee Stock Options (Right to Buy)	11/13/2003 ⁽¹⁾	11/13/2012	Common Stock	750	32.49	D	
Employee Stock Options (Right to Buy)	11/12/2004 ⁽¹⁾	11/12/2013	Common Stock	175	43.25	D	
Employee Stock Options (Right to Buy)	11/12/2004 ⁽¹⁾	11/12/2013	Common Stock	525	43.25	D	
Employee Stock Options (Right to Buy)	11/19/2005 ⁽¹⁾	11/19/2014	Common Stock	212	47.64	D	
Employee Stock Options (Right to Buy)	11/19/2005 ⁽¹⁾	11/19/2014	Common Stock	638	47.64	D	
Employee Stock Options (Right to Buy)	11/18/2006 ⁽¹⁾	11/18/2015	Common Stock	258	39.6	D	
Employee Stock Options (Right to Buy)	11/18/2006 ⁽¹⁾	11/18/2015	Common Stock	772	39.6	D	
Employee Stock Options (Right to Buy)	11/14/2007 ⁽¹⁾	11/14/2016	Common Stock	2,895	28.72	D	
Employee Stock Options (Right to Buy)	11/14/2007 ⁽¹⁾	11/14/2016	Common Stock	965	28.72	D	
Employee Stock Options (Right to Buy)	08/21/2010 ⁽¹⁾	08/21/2019	Common Stock	10,000	2.07	D	
Employee Stock Options (Right to Buy)	09/28/2011 ⁽¹⁾	09/28/2020	Common Stock	15,000	2.57	D	
Employee Stock Options (Right to Buy)	04/30/2013 ⁽¹⁾	04/30/2022	Common Stock	20,000	1.13	D	

Explanation of Responses:

1. These securities are exercisable as follows: 30% upon the first anniversary date of the grant; 60% upon the second anniversary date of the grant; and 100% upon the third anniversary date of the grant.

Remarks:

/s/Edmund H. Carroll, Limited 10/02/2012
Power of Attorney.

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints any attorney with the law firm of Lane & Waterman LLP, signing singly, the undersigned's true and lawful attorney-in-fact, to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of Lee Enterprises, Incorporated (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority and make any application required to effect electronic filing of such forms; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 27 day of September 2012.

/s/William T. Masterson, Jr.
Signature

William T. Masterson, Jr.
Printed Name

STATE OF IN)
)
COUNTY OF PORTER) ss:

On this 27th day of September 2012, before me, the undersigned, a Notary Public in and for said State, personally appeared William T. Masterson, Jr., to me known to be the identical person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.

/s/Karen Lynn Gribble
Notary Public in and for said
County and State

Commission Expires: August 30, 2014

(Notary Seal)