COMSCORE, INC.

(Print or Type Responses)

Form 3 June 26, 2007

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement COMSCORE, INC. [SCOR] HENDERSON WILLIAM J (Month/Day/Year) 06/26/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1003 MANSION DRIVE NW (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner _X_ Director _X_ Form filed by One Reporting Officer _ Other Person WASHINGTON, DCÂ 20007 (give title below) (specify below) Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4)

(Instr. 4)

Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5)

D Â Common Stock 20,000

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

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				Shares		(I) (Instr. 5)	
Non Qualified Stock Option Grant	(1)	04/08/2012	Common Stock	6,000	\$ 2.5	D	Â
Non Qualified Stock	(2)	12/27/2015	Common Stock	10,000	\$ 4.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
HENDERSON WILLIAM J 1003 MANSION DRIVE NW WASHINGTON, DC 20007	ÂX	Â	Â	Â	

Signatures

/s/ Christiana L. Lin, Attorney in Fact 06/26/2007

**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).
- (1) Options vest monthly over a three (3) month period and are fully vested as of the date herein.
- (2) 1/48th of the total number of shares subject to option vest monthly.

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.

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