

HUEBNER KYLE
Form 4
November 03, 2011

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 *
HUEBNER KYLE

2. Issuer Name and Ticker or Trading Symbol
STAMPS.COM INC [STMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

12959 CORAL TREE PLACE

11/01/2011

Chief Financial Officer

(Street)

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

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

LOS ANGELES, CA 90066

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/01/2011		M	42,428 A \$ 13.1	53,328	D	
Common Stock	11/01/2011		S	52,368 D \$ 29.8933	960	D	
Common Stock	11/02/2011		M	7,046 A \$ 9.82	8,006	D	
Common Stock	11/02/2011		M	6,560 A \$ 13.1	14,566	D	
Common Stock	11/02/2011		M	38,762 A \$ 13.4	53,328	D	

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Common Stock	11/02/2011	S	52,368	D	\$ 28.4346	960	D
Common Stock	11/03/2011	M	2,400	A	\$ 9.82	3,360	D
Common Stock	11/03/2011	M	26,012	A	\$ 13.1	29,372	D
Common Stock	11/03/2011	M	23,958	A	\$ 12.52	53,330	D
Common Stock	11/03/2011	S	52,370	D	\$ 28.0327	960	D

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

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(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 Derivative Security	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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Common Stock)	\$ 13.1	11/01/2011		M		42,428		05/21/2007	05/21/2017	Common Stock	42,428
Stock Option (Common Stock)	\$ 9.82	11/02/2011		M		7,046		10/27/2003	10/27/2013	Common Stock	7,046
Stock Option (Common Stock)	\$ 13.4	11/02/2011		M		38,762		11/03/2004	11/03/2014	Common Stock	38,762
Stock Option (Common Stock)	\$ 13.1	11/02/2011		M		6,560		05/21/2007	05/21/2017	Common Stock	6,560

Stock Option (Common Stock)	\$ 9.82	11/03/2011	M	2,400	10/27/2003	10/27/2013	Common Stock	2,400
Stock Option (Common Stock)	\$ 13.1	11/03/2011	M	26,012	05/21/2007	05/21/2017	Common Stock	26,012
Stock Option (Common Stock)	\$ 12.52	11/03/2011	M	23,958	12/03/2007	12/03/2017	Common Stock	23,958

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUEBNER KYLE 12959 CORAL TREE PLACE LOS ANGELES, CA 90066			Chief Financial Officer	

Signatures

/s/ Matthew A. Lipson, by Power of Attorney for Kyle Huebner 11/03/2011

__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).

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

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