

WILSON L MICHELLE  
 Form 4  
 November 17, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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**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 \*  
**WILSON L MICHELLE**

2. Issuer Name and Ticker or Trading Symbol  
**AMAZON COM INC [AMZN]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**P.O. BOX 81226**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/15/2010**

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
**Senior Vice President**

**SEATTLE, WA 98108-1226**

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01 per share	11/15/2010		M		11,003	A	\$ 0
Common Stock, par value \$0.01 per share	11/15/2010		S <sup>(1)</sup>		1,650	D	\$ 165.16
Common Stock, par value \$0.01 per share	11/15/2010		S <sup>(1)</sup>		500	D	\$ 163.478

value  
\$.01 per  
share

Common  
Stock, par  
value 11/15/2010  
\$.01 per  
share

S<sup>(1)</sup> 1,200 D \$ 162.3908 27,654 D  
(3)

Common  
Stock, par  
value 11/15/2010  
\$.01 per  
share

S<sup>(1)</sup> 4,053 D \$ 161.2485 23,601 D  
(4)

Common  
Stock, par  
value 11/15/2010  
\$.01 per  
share

S<sup>(1)</sup> 3,600 D \$ 160.5481 20,001 D  
(5)

Common  
Stock, par  
value  
\$.01 per  
share

467.825 I  
Held by the reporting person's Amazon.com. 401(k) plan account

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

**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 control number.**

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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 Security (Instr. 3 and 4)
Restricted Stock Unit Award	\$ 0 <sup>(6)</sup>	11/15/2010		M	11,003	05/15/2008 <sup>(7)</sup> 02/15/2011	Common Stock, par value

