#### STAMPS.COM INC

Form 4 June 02, 2005

# FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16.

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average burden hours per 0.5 response...

**OMB APPROVAL** 

3235-0287

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER LLOYD I III			2. Issuer Name <b>and</b> 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	(Check all applicable)			
4550 GORDON DRIVE			(Month/Day/Year) 06/01/2005	_X_ Director _X_ 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
NAPLES, FL	34102		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4)	ed of	` ′	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)
Common Stock	06/01/2005		S	20,000	D	\$ 22.9326	1,089,730 (1)	I	By Milfam II L.P.
Common Stock	06/01/2005		S	20,000	D	\$ 23.1862	1,069,730 (1)	I	By Milfam II L.P.
Common Stock							137,374 (1)	I	By Lloyd I. Miller, III, Trust C
Common Stock							111,123 (1)	I	By Milgrat I (AAA)
Common Stock							55,000 (1)	I	By Milfam I L.P.

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Common Stock	239,901	D							
Common Stock	1,000 (1)	By Lloyd I. Miller, III, custodian I under Florida UGMA for Lloyd I. Miller, IV							
Common Stock	1,000 (1)	By Lloyd I. Miller, III, custodian I under Florida UGMA for Alexandra B. Miller							
Common Stock	500 (1)	By I Kimberly S. Miller							
Common Stock	182,901 <u>(1)</u>	By Marli I Miller Managed							
Common Stock	673,794 <u>(1)</u>	By Lloyd I. Miller, III, Trust A-4							
Reminder: Report on a separate line for each class of securities ber	Persons who respond to the collection information contained in this form required to respond unless the for displays a currently valid OMB contained.	n are not (9-02) rm							
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security  3. Transaction Date 3A. Deemed Execution Date, is any (Month/Day/Year)  4. Title of Derivative Security  3. Transaction Date 3A. Deemed Execution Date, is any (Month/Day/Year)	Code of (Month/Day/Year)	and 7. Title and Amount of Underlying Securities (Instr. 3 and 4) Sec (Instr. 3 and 4)							

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(Instr. 3, 4, and 5)

		Code	V	(	(A) (	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (right to buy)	\$ 20.69						05/25/2005	05/25/2015	Common Stock	5,000
Options (right to buy)	\$ 14.5						04/23/2004	04/23/2014	Common Stock	5,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MILLER LLOYD I III 4550 GORDON DRIVE NAPLES, FL 34102	X	X						

## **Signatures**

/s/ David J. Hoyt Attorney-in-fact 06/02/2005

\*\*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).

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing

(1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities covered by this filing.

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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