COMSCORE, INC. Form 3/A October 25, 2007

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

INITIAL STATEMENT OF 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 *

Abraham Magid M

11465 SUNSET HILLS

ROAD, Â SUITE 200

(Last)

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

10/25/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

COMSCORE, INC. [SCOR]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year) 06/26/2007

(Check all applicable)

President & CEO

X Director

X Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

RESTON, VAÂ 20190

(State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

(City)

Beneficially Owned

(Instr. 4)

2. Amount of Securities

Ownership

Form:

Direct (D) or Indirect Ownership (Instr. 5)

(I) (Instr. 5)

713,449 (1)

D

Â

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

Common Stock

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.

SEC 1473 (7-02)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Expiration Date (Month/Day/Year)

3. Title and Amount of 2. Date Exercisable and Securities Underlying **Derivative Security**

Conversion Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

or Exercise (Instr. 5)

(Instr. 4)

(Instr. 4) Title

Derivative Security: Direct (D) Security

Edgar Filing: COMSCORE, INC. - Form 3/A

Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abraham Magid M 11465 SUNSET HILLS ROAD SUITE 200 RESTON, VA 20190	ÂX	Â	President & CEO	Â

Signatures

/s/ Christiana L. Lin, Attorney in Fact 10/25/2007

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).

Date

This Form 3 is being amended to include 1,200 additional shares of Founder's stock that was inadvertently left out of the original filing.

(1) This total includes 551,076 shares of Founders Stock; 42,373 shares converted from Series C-1 prefered stock and 120,000 shares from the exercise of stock option granted 6/6/0000 and exercised on 12/14/05.

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.

Reporting Owners 2