

PCS EDVENTURES COM INC
Form 4
October 07, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
ANDRUS CECIL

2. Issuer Name and Ticker or Trading Symbol
PCS EDVENTURES COM INC
[PCSV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
345 BOBWHITE CT., SUITE #200
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2005

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

BOISE, ID 83706

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/05/2005	10/05/2005	M		78,948	A	\$ 0.1 207.281
Common Stock	10/05/2005	10/05/2005	M		37,500	A	\$ 0.1 244,781
Common Stock	10/05/2005	10/05/2005	M		31,250	A	\$ 0.12 276,031
Common Stock	10/05/2005	10/05/2005	M		26,786	A	\$ 0.14 302,817
Common Stock	10/05/2005	10/05/2005	M		214,285	A	\$ 0.07 517,102

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Common Stock 10/05/2005 10/05/2005 M 166,666 A \$ 0.09 683,768 D

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

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SEC 1474
(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 Number Shares
Option to Purchase Common Stock	\$ 0.1	10/05/2005	10/05/2005	X		78,948		01/04/2005	01/04/2015	Common Stock	78,94
Option to Purchase Common Stock	\$ 0.1	10/05/2005	10/05/2005	X		37,500		09/14/2004	09/22/2014	Common Stock	37,50
Option to Purchase Common Stock	\$ 0.12	10/05/2005	10/05/2005	X		31,250		09/14/2004	09/22/2014	Common Stock	31,25
Option to Purchase Common Stock	\$ 0.14	10/05/2005	10/05/2005	X		26,786		09/14/2004	09/22/2014	Common Stock	26,78
Option to Purchase Common Stock	\$ 0.07	10/05/2005	10/05/2005	X		214,285		05/15/2003	05/15/2013	Common Stock	214,28
Option to Purchase Common Stock	\$ 0.09	10/05/2005	10/05/2005	X		166,666		10/21/2002	10/21/2012	Common Stock	166,66

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDRUS CECIL 345 BOBWHITE CT., SUITE #200 BOISE, ID 83706			X	

Signatures

/s/Cecil D.
Andrus

10/05/2005

__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).

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.