

Leon JP
Form 4
September 28, 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 *
Leon JP

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)

12959 CORAL TREE PLACE

3. Date of Earliest Transaction (Month/Day/Year)
09/26/2011

____ Director _____ 10% Owner
 Officer (give title below) Other (specify below)
VP, Postal Affairs & / Postal Technology

(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	(D)	Price			
Common Stock	09/26/2011		M		10,000	A	\$ 13.4	18,863	D	
Common Stock	09/26/2011		M		10,000	A	\$ 13.1	28,863	D	
Common Stock	09/26/2011		S ⁽¹⁾		20,000	D	\$ 21.27	8,863	D	
Common Stock	09/27/2011		M		10,001	A	\$ 9.82	18,864	D	
Common Stock	09/27/2011		M		10,000	A	\$ 13.1	28,864	D	

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Common Stock 09/27/2011 S⁽¹⁾ 20,001 D \$ 20.7222 8,863 D

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

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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)	\$ 13.4	09/26/2011		M	10,000	11/03/2004 11/03/2014	Common Stock 10,000
Stock Option (Common Stock)	\$ 13.1	09/26/2011		M	10,000	05/21/2007 05/21/2017	Common Stock 10,000
Stock Option (Common Stock)	\$ 9.82	09/27/2011		M	10,001	10/27/2003 10/27/2013	Common Stock 10,001
Stock Option (Common Stock)	\$ 13.1	09/27/2011		M	10,000	05/21/2007 05/21/2017	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leon JP 12959 CORAL TREE PLACE LOS ANGELES, CA 90066			VP, Postal Affairs &	Postal Technology

Signatures

/s/ Matthew A. Lipson, by Power of Attorney for JP
Leon

09/28/2011

__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).
- (1) This sale was executed pursuant to a prearranged trading plan compliant with Rule 10b5-1.

Remarks:

All sales were executed pursuant to a prearranged trading plan compliant with Rule 10b5-1.

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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