

Eisenberg Marc
 Form 4/A
 July 18, 2007

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 *
 Eisenberg Marc

2. Issuer Name and Ticker or Trading Symbol
 ORBCOMM Inc. [ORBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2115 LINWOOD AVENUE, SUITE 100

3. Date of Earliest Transaction (Month/Day/Year)
 05/02/2007

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

Chief Operating Officer

(Street)
 FORT LEE, NJ 07024

4. If Amendment, Date Original Filed (Month/Day/Year)
 05/31/2007

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)
Restricted Stock Unit (Time Vested) ⁽¹⁾ ⁽²⁾					82,666	D	
Restricted Stock Unit (Performance Vested) ⁽³⁾					74,667	D	
Common Stock	05/02/2007		M	7,868 A	\$ 2.325 21,191	D	
	05/02/2007		F	1,450 D	\$ 12.64 19,741	D	

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Common
Stock

Common Stock	05/30/2007		M	20,000	A	\$ 2.325	39,741	D
Common Stock ⁽⁴⁾	05/30/2007		F	<u>3,286</u> ⁽⁴⁾	D	\$ 14.185	36,455 ⁽⁴⁾	D
Common Stock	05/29/2007		S	20,401	D	\$ 11.5	16,054 ⁽⁴⁾	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Appreciation Right	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	130
Stock Option (Right to Buy)	\$ 2.325	05/30/2007		M	20,000	<u>(6)</u>	<u>(6)</u>	Common Stock	166
Stock Option (Right to Buy)	\$ 2.775					<u>(7)</u>	<u>(7)</u>	Common Stock	33,
Stock Option (Right to Buy)	\$ 3.375					<u>(8)</u>	<u>(8)</u>	Common Stock	33,
Stock Option (Right to Buy)	\$ 4.26					<u>(9)</u>	<u>(9)</u>	Common Stock	33,
Stock Option (Right to Buy)	\$ 2.325					<u>(10)</u>	<u>(10)</u>	Common Stock	33,

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