J2 GLOBAL COMMUNICATIONS INC

Form 4/A January 05, 2007

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 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

2. Issuer Name and Ticker or Trading

J2 GLOBAL COMMUNICATIONS

(Print or Type Responses)

1(b).

(Last)

Security

(Instr. 3)

1. Name and Address of Reporting Person *

ZUCKER NEHEMIA

(First) (Middle)

J2 GLOBAL COMMUNICATIONS, 6922 HOLLYWOOD BLVD., 5TH **FLOOR**

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Symbol

INC [JCOM]

(Month/Day/Year)

12/26/2006

3. Date of Earliest Transaction

12/26/2006

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner

X_ Officer (give title Other (specify below)

Co-President and COO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Ownership

Form: Direct

(Instr. 4)

(D) or Indirect Beneficial

7. Nature of

Ownership

(Instr. 4)

Indirect

5. Amount of

Securities

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

LOS ANGELES, CA 90028

(City) (State) 1.Title of

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if any

(Zip)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

Code V Amount (D)

(Instr. 3, 4 and 5)

Beneficially Owned Following Reported (A)

or

Transaction(s) (Instr. 3 and 4) Price

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Option to purchase Common Stock (2)	\$ 3.525	12/28/2006		D <u>(1)</u>		13,246	<u>(1)</u>	06/25/2012	Common Stock	13,2
Option to purchase Common Stock (2)	\$ 4.47	12/26/2006		A(1)	13,246		<u>(1)</u>	06/25/2012	Common Stock	13,2
Option to purchase Common Stock (2)	\$ 3.525	12/26/2006		D <u>(1)</u>		46,754	<u>(1)</u>	06/25/2012	Common Stock	46,7
Option to purchase Common Stock (2)	\$ 4.47	12/26/2006		A(1)	46,754		<u>(1)</u>	06/25/2012	Common Stock	46,7

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ZUCKER NEHEMIA J2 GLOBAL COMMUNICATIONS 6922 HOLLYWOOD BLVD., 5TH FLOOR LOS ANGELES, CA 90028

Co-President and COO

Signatures

/s/ Nehemia 01/05/2007 Zucker

**Signature of
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The matching reported transactions involved an amendment of an outstanding vested option, resulting in the deemed cancellation of the ?old? option and the grant of a replacement option. This amendment is intended to cure the non-compliance of the ?old? option grant with IRC Section 409A.

Reporting Owners 2

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- The line items in Table II do not represent the grant of a new option or any other current transaction but are being reported again solely to gain access to the system for filing this amendment. This Form 4 amendment is being filed to correct the original December 26, 2006
- (2) Form 4, which reported the amendment of three Options resulting in the cancellation and replacement of those Options. One such Option for 5,124 shares was mistakenly included in the December 26, 2006 Form 4; that Option was neither amended nor exchanged and is not included in this Form 4 amendment.

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.