

J2 GLOBAL COMMUNICATIONS INC
 Form 4/A
 January 04, 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 *
RIELEY JOHN

2. Issuer Name and Ticker or Trading Symbol
J2 GLOBAL COMMUNICATIONS INC [JCOM]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/22/2006

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

C/O J2 GLOBAL COMMUNICATIONS, 6922 HOLLYWOOD BLVD., 5TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
12/27/2006

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 90028

(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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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)

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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. 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)	Amount or Number of Shares
Option to purchase Common Stock ⁽²⁾	\$ 0.94	12/22/2006		D ⁽¹⁾	12,500	⁽¹⁾ 12/28/2011	Common Stock	12,500
Option to purchase Common Stock ⁽²⁾	\$ 1.17	12/22/2006		A ⁽¹⁾	12,500	⁽¹⁾ 12/28/2011	Common Stock	12,500
Option to purchase Common Stock ⁽²⁾	\$ 3.525	12/22/2006		D ⁽¹⁾	12,500	⁽¹⁾ 06/25/2012	Common Stock	12,500
Option to purchase Common Stock ⁽²⁾	\$ 4.47	12/22/2006		A ⁽¹⁾	12,500	⁽¹⁾ 06/25/2012	Common Stock	12,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RIELEY JOHN
 C/O J2 GLOBAL COMMUNICATIONS
 6922 HOLLYWOOD BLVD., 5TH FLOOR
 LOS ANGELES, CA 90028

X

Signatures

/s/ John F. Rieley 01/04/2007

 Date
 **Signature of Reporting Person

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).
- The matching reported transactions involved an amendment of an outstanding vested option, resulting in the deemed cancellation of the (1) ?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.

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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 27, 2006

- (2) Form 4, which reported the amendment of three Options resulting in the cancellation and replacement of those Options. One such Option for 10,000 shares was mistakenly included in the December 27, 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.

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