ROTMAN RICHARD

Form 4

November 15, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROTMAN RICHARD** Issuer Symbol PAID INC [PAYD] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title Other (specify C/O PAID, INC., 4 BRUSSELS 11/10/2011 below) below) STREET C00, VP and Secretary (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting WORCESTER, MA 01610 Person

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative Sec	curities Ac	equired, Disposed of,	or Beneficiall	y 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)	or Disposed o	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5) (A)		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/10/2011		Code V	Amount 2,000,000	or	Transaction(s) (Instr. 3 and 4) 9,000,092	(Instr. 4)	

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)

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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. 5. Number of Derivative TransactionSecurities Acquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title a Underlyi (Instr. 3	
	Security						Date Exercisable	Expiration Date	Title
Stock Option (Right to Buy)	\$ 0.041	11/10/2011		Code V M	(A)	(D) 2,000,000	04/11/2003	10/12/2012	Comm Stock
Stock Option (Right to Buy)	\$ 0.415	11/10/2011		D <u>(1)</u>		2,500,000 (1)	01/10/2012(1)	01/10/2018	Comm Stock
Stock Option (Right to Buy)	\$ 0.145	11/10/2011		A(1)	2,500,000 (1)		01/10/2012(1)	01/10/2018	Comm Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
and the second of the second o	Director	10% Owner	Officer	Other		
ROTMAN RICHARD C/O PAID, INC. 4 BRUSSELS STREET WORCESTER, MA 01610	X		C00, VP and Secretary			

Signatures

/s/ Richard Rotman	11/15/201		
**Signature of	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).
- The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option (1) and the grant of a replacement option. The option was originally granted on January 10, 2008 and provided for cliff vesting on January 10, 2012

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.

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