

MILLER LLOYD I III  
Form 4  
March 04, 2008

**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 \*  
MILLER LLOYD I III

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)  
4550 GORDON DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/29/2008

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

NAPLES, FL 34102  
(City) (State) (Zip)

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

**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 or Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price  |
| Common Stock                    | 02/29/2008                           |  | P                              |   | 2,500   | A  | \$ 8.92 302,903  |
| Common Stock                    | 02/29/2008                           |  | P                              |   | 2,500   | A  | \$ 8.93 305,403  |
| Common Stock                    | 02/29/2008                           |  | P                              |   | 2,500   | A  | \$ 8.94 307,903  |
| Common Stock                    | 02/29/2008                           |  | P                              |   | 2,500   | A  | \$ 8.95 310,403  |
| Common Stock                    | 02/29/2008                           |  | P                              |   | 100   | A  | \$ 8.98 310,503  |
|                                 | 02/29/2008                           |  | P                              |   | 722   | A  | \$ 8.99 311,225  |

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|              |            |   |        |   |          |                        |   |  |   |
|--------------|------------|---|--------|---|----------|------------------------|---|--|---|
| Common Stock |            |   |        |   |          |                        |   |  |   |
| Common Stock | 02/29/2008 | P | 9,178  | A | \$ 9     | 320,403                | D |  |   |
| Common Stock | 02/29/2008 | P | 5,000  | A | \$ 9.01  | 325,403                | D |  |   |
| Common Stock | 02/29/2008 | P | 1,000  | A | \$ 9.015 | 326,403                | D |  |   |
| Common Stock | 02/29/2008 | P | 14,000 | A | \$ 9.02  | 340,403                | D |  |   |
| Common Stock | 02/29/2008 | P | 5,000  | A | \$ 9.03  | 345,403                | D |  |   |
| Common Stock | 02/29/2008 | P | 5,000  | A | \$ 9.04  | 350,403                | D |  |   |
| Common Stock |            |   |        |   |          | 150,633 <sup>(1)</sup> | I |  | By Marli Miller Managed   |
| Common Stock |            |   |        |   |          | 121,439 <sup>(1)</sup> | I |  | Trust C - Lloyd I. Miller   |
| Common Stock |            |   |        |   |          | 259,344 <sup>(1)</sup> | I |  | Trust A-4 - Lloyd I. Miller   |
| Common Stock |            |   |        |   |          | 55,000 <sup>(1)</sup>  | I |  | By Milfam I L.P.  |
| Common Stock |            |   |        |   |          | 456,630 <sup>(1)</sup> | I |  | By Milfam II L.P.   |
| Common Stock |            |   |        |   |          | 1,000 <sup>(1)</sup>   | I |  | By Lloyd I. Miller, III, custodian under Florida UGMA for Lloyd I. Miller, IV |
| Common Stock |            |   |        |   |          | 1,000 <sup>(1)</sup>   | I |  | By Lloyd I. Miller, III, custodian under Florida UGMA for Alexandra B. Miller |
|              |            |   |        |   |          | 500 <sup>(1)</sup>     | I |  |   |

Common  
Stock

By  
Kimberly  
S. Miller

Common  
Stock

65,827 <sup>(1)</sup> I

By Milgrat  
I (JJJJ)

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

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(9-02)

**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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Options (right to buy)                     | \$ 14.5  |                                      |  |                                |   | 04/23/2004 04/23/2014                                    | Common Stock  | 5,000   |
| Options (right to buy)                     | \$ 20.69   |                                      |  |                                |   | 05/25/2005 05/25/2015                                    | Common Stock  | 5,000   |
| Options (right to buy)                     | \$ 31.64   |                                      |  |                                |   | 06/07/2006 06/07/2016                                    | Common Stock  | 5,000   |
| Options (right to buy)                     | \$ 13.81   |                                      |  |                                |   | 06/06/2007 06/06/2017                                    | Common Stock  | 5,000   |

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

Director 10% Owner Officer Other

MILLER LLOYD I III  
4550 GORDON DRIVE  
NAPLES, FL 34102

X

## Signatures

/s/ David J. Hoyt  
Attorney-in-fact

03/04/2008

  \*\*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).

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing (1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities covered by this filing.

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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