FAIRMARKET INC Form SC 13G/A February 12, 2002

> OMB Number: 3235-0145 Expires: October 31, 2002

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(Amendment No. 1)*

FAIRMARKET, INC.
(Name of Issuer)
COMMON STOCK, \$.001 PAR VALUE
(Title of Class of Securities)
305158 10 7
(CUSIP Number)
DECEMBER 31, 2001
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
_ Rule 13d-1(b) _ Rule 13d-1(c) X Rule 13d-1(d)

^{*} The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	. 305158 10 7		13G					PAGES
1	NAME OF REPORTING PI.R.S. IDENTIFICATI		ABOVE PERSON (ENT	ITIES ON	1LY)			
	SCOTT T. RANDALL							
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) _ (b) _							
3	SEC USE ONLY							
4	CITIZENSHIP OR PLAC	CITIZENSHIP OR PLACE OF ORGANIZATION						
	UNITED STATES	UNITED STATES						
		5	SOLE VOTING POWE 3,976,625					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6	SHARED VOTING PO	WER				
		7	SOLE DISPOSITIVE 3,976,625	POWER				
		8	8 SHARED DISPOSITIVE POWER 0					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,976,625							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*							
11	PERCENT OF CLASS RE							
	13.7%							
12	TYPE OF REPORTING PERSON*							

	IN				
	* SEE INSTRUCTIONS BEFORE FILLING OUT!				
CUSIP NO.	305158 10 7 13G PAGE 3 OF 5 PAGES				
ITEM 1(A).	NAME OF ISSUER:				
, , ,	FAIRMARKET, INC.				
ITEM 1(B).	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:				
	500 UNICORN PARK DRIVE, WOBURN, MASSACHUSETTS, 01801				
ITEM 2(A).	NAME OF PERSON FILING:				
	SCOTT T. RANDALL				
ITEM 2(B).	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:				
	C/O FAIRMARKET, INC., 500 UNICORN PARK DRIVE, WOBURN, MASSACHUSETTS, 01801				
ITEM 2(C).	CITIZENSHIP:				
	UNITED STATES				
TTEM 2(D)	TITLE OF CLASS OF SECURITIES:				
11111 2 (1).	COMMON STOCK, \$.001 PAR VALUE				
ITEM 2(E).	CUSIP NUMBER:				
	305158 10 7				
	THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(b), OR 13D-2(b) OR c), CHECK WHETHER THE PERSON FILING IS a: N/A				
(a) _	Broker or dealer registered under Section 15 of the Exchange Act				
(b) _	Bank as defined in Section 3(a)(6) of the Exchange Act				
(c) _	(c) \mid Insurance company as defined in Section 3(a)(19) of the Exchange Act				

(d)		Investment company registered under Section 8 of the Investment Company Act				
(e)	_ A	an investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)				
(f)		an employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F)				
(g)		parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G)				
(h)	A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act					
(i)) _ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act					
(j)	_ G	Group, in accordance with Rule 13d-1(b)(1)(ii)(J)				
		005158 10 7 13G PAGE 4 OF 5 PAGES				
ITEM 4	. OWNE	CRSHIP.				
(a)	Amoun	at beneficially owned:				
	3,976	5,625(1)				
(b) Percent of class:						
	13.7%	s (2)				
(c)	Numbe	er of shares as to which such person has:				
	(i)	Sole power to vote or to direct the vote 3,976,625(1)				
	(ii)	Shared power to vote or to direct the vote N/A				
	(iii)	Sole power to dispose or to direct the disposition of 3,976,625(1)				
	(iv)	Shared power to dispose or to direct the disposition of N/A				
TTEM 5	OWNE	CRSHIP OF FIVE PERCENT OR LESS OF A CLASS.				
11111 0	N/A					
ITEM 6	. OWNE	CRSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.				

		N/A		
ITEM	7.	IDENTIFICATION AND CLASS SECURITY BEING REPORTED O		UBSIDIARY WHICH ACQUIRED THE OLDING COMPANY.
ITEM	8.	IDENTIFICATION AND CLASS	IFICATION OF MEMBER	RS OF THE GROUP.
		N/A		
ITEM	9.	NOTICE OF DISSOLUTION OF	GROUP.	
		N/A		
ITEM	10.	. CERTIFICATIONS.		
		N/A		
(2)		sed on 29,061,861 shares o	of Common Stock out	tstanding as of December 31,
CUSI	P NO	0. 305158 10 7	13G	PAGE 5 OF 5 PAGES
			SIGNATURE	
cert corr	ify		_	y knowledge and belief, I tement is true, complete and
			FEBRU <i>I</i>	ARY 6, 2002
		_		
				(Date)

(Signature)

SCOTT	Τ.	RANDALL
(Nar	ne/:	Title)