

J2 GLOBAL COMMUNICATIONS INC  
 Form 4  
 December 10, 2010

**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)  
**12/08/2010**

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

**6922 HOLLYWOOD BLVD.**

(Street)

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

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value	12/08/2010		M <sup>(1)</sup>		4,556	A	\$ 20.91
					48,293 <sup>(4)</sup>	D	
Common Stock, \$0.01 par value	12/08/2010		M <sup>(2)</sup>		24,000	A	\$ 18.765
					72,293 <sup>(4)</sup>	D	
Common Stock, \$0.01 par value	12/08/2010		M <sup>(1)</sup>		3,336	A	\$ 21.67
					75,629 <sup>(4)</sup>	D	

Common Stock, \$0.01 par value 12/08/2010 S 31,892 D 30.1293 43,737 <sup>(4)</sup> D (3)

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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to Purchase Common Stock	\$ 20.91	12/08/2010		M	4,556	05/05/2010 05/05/2018	Common Stock, \$0.01 par value 4,556
Option to Purchase Common Stock	\$ 18.765	12/08/2010		M	24,000	<u>(5)</u> 08/31/2015	Common Stock, \$0.01 par value 24,000
Option to Purchase Common Stock	\$ 21.67	12/08/2010		M	3,336	05/07/2010 05/07/2019	Common Stock, \$0.01 par value 3,336

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIELEY JOHN 6922 HOLLYWOOD BLVD. LOS ANGELES, CA 90028	X			

## Signatures

/s/ John Rieley

12/09/2010

\*\*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).
- (1) These shares were acquired upon exercise of stock options issued under the Issuer's 2007 Stock Plan identified as exercised in Part II of this Form 4.
- (2) These shares were acquired upon exercise of stock options issued under the Issuer's Second Amended and Restated 1997 Stock Option Plan identified as exercised in Part II of this Form 4.
- (3) Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$30.01 to \$30.33 per share. The Reporting Person hereby undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price.
- (4) Includes 22,270 shares of restricted stock which remain subject to vesting.
- (5) In accordance with the Issuer's Second Amended and Restated 1997 Stock Option Plan, 12,000 shares vested on August 31, 2009 and 12,000 shares vested on August 31, 2010
- (6) Employee stock option granted for services rendered, no value placed on services rendered.

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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