

Paskoff Alex
 Form 3/A
 June 11, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Paskoff Alex | | (Month/Day/Year) | BRIGHTPOINT INC [CELL] | |
| (Last) | (First) | (Middle) | 05/11/2010 | |
| 7635 INTERACTIVE WAY, SUITE 200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 05/11/2010 |
| INDIANAPOLIS, IN 46278 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Exec VP, Americas - Bus Dev. | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 9,196 | D | |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (1) (Instr. 5) | |
|------------------------|------------------|-----------------|--------------|----------------------------|--------|----------------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 6,666 | \$ (2) | D | Â |
| Restricted Stock Units | Â (3) | Â (3) | Common Stock | 7,000 | \$ (2) | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 724 | \$ (2) | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Common Stock | 813 | \$ (2) | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common Stock | 7,428 | \$ (2) | D | Â |
| Restricted Stock Units | Â (7) | Â (7) | Common Stock | 25,000 | \$ (2) | D | Â |
| Restricted Stock Units | Â (8) | Â (8) | Common Stock | 12,000 | \$ (2) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Paskoff Alex 7635 INTERACTIVE WAY SUITE 200 INDIANAPOLIS, IN 46278 | Â | Â | Â Exec VP, Americas - Bus Dev. | Â |

Signatures

/s/ Steven E. Fivel Attorney -in
- Fact 06/11/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 are Restricted Stock Units ("RSUs"). 3,334 of these vested on 2/15/2010 and 3,333 will vest on each of 2/15/2011 and 2/15/2012.
- (2) Each RSU represents a contingent right to receive one share of the Registrant's common stock.
- (3) These are RSUs, 3,500 which vested on 02/03/2010 and 3,500 which will vest on each of 02/03/2011 and 02/03/2012.
- (4) These are RSUs, 725 of which vested on each of 02/14/2009 and 02/14/2010 and 724 of which will vest on 02/14/2011.
- (5) These are RSUs, 407 which vested on 02/15/2010. 407 of these RSUs will vest on 02/15/2011 and 02/15/2012.
- (6) These are RSUs, 2,476 are scheduled to vest on each of 02/19/2011, 02/19/2012 and 02/19/2013.
- (7) These are RSUs and all 25,000 are scheduled to vest on 05/15/2013.
- (8) These are RSUs and 3,000 are scheduled to vest on each of 02/15/2014, 02/15/2015, 02/15/2016 and 02/15/2017.

^

Remarks:

This amended Form 3 is being filed to provide a Limited Power of Attorney, which is attached I

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.