

Edgar Filing: MPHASE TECHNOLOGIES INC - Form 4

MPHASE TECHNOLOGIES INC  
 Form 4  
 February 07, 2001

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 FORM 4  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

// 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  
 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  
 Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol	6. R
Biderman	Abraham		mPhase Technologies, Inc. (XDSL)	X
(Last)	(First)	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)	--
5624 17th Avenue			4. Statement for Month/Year	---
	(Street)		January 2001	7.
Brooklyn, NY	11204		5. If Amendment, Date of Original (Month/Year)	<u>X</u>

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR TRANSFERRED						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount (In and)	
		Code	V	Amount (A) or (D)	Price	
Common Stock	1/31/01	P		5,000	\$2.00 (1)	

(1) Price includes the price of the Common Stock Warrants reported in Table II herein.

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly  
 \* If the form is filed by more than one reporting person, SEE Instruction 4(b) (v).

FORM 4 (CONTINUED)

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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	
			Code	V	(A)	(D)
Common Stock Warrants (right to buy)	\$3.00	1/31/01	P		5,000	

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership
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Title	Amount or Number of Shares	5)	Owned at End of Month (Instr. 4)	Direct (D) or Indi- rect (I) (Instr. 4)	(Instr. 4)
Common Stock	5,000	(1)	5,000	D	

Explanation of Responses:

By: /s/ Abraham

\*\*Intentional misstatements or omissions of facts constitute  
Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\*Signature of

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.