

YOUTH STREAM MEDIA NETWORKS INC

Form 4

February 26, 2001

FORM 4

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

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

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: December 31, 2001
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hours per response: 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person*

Dennis Roche

(Last) (First) (Middle)

c/o YouthStream Media Networks, Inc.
28 West 23rd Street, 6th Floor

(Street)

New York NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

YouthStream Media Networks, Inc.
(NASDAQ: NETS)

3. I.R.S. Identification Number of
Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

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5. If Amendment, Date of Original
(Month/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

Chief Operating Officer

7. 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)	3. Transaction Code (Instr. 8)			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amo Sec Ben Own End (In
		Code	V		Amount	(A) or (D)	Price	
YouthStream Media Networks Common Stock	2/15/01	P	V		5,000	A	1.34375	
YouthStream Media Networks Common Stock	2/16/01	P	V		1,500	A	1.34375	
YouthStream Media Networks Common Stock	2/16/01	P	V		7,500	A	1.40625	

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(Instr. 4)

(I) (Instr. 4)

Explanation of Responses

/s/ DENNIS ROCHE

2/21/2001

**Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed.
If space provided 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.

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