Blackburn Jeffrey M Form 4 August 16, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

Expires:

January 31, 2005

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock, par

(Print or Type Responses)

` 71	,			
1. Name and Address of Reporting Person * Blackburn Jeffrey M			uer Name and Ticker or Trading ol ZON COM INC [AMZN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle) 3. Date	e of Earliest Transaction	Carrier and the same of
P.O. BOX	X 81226	(Month 08/15	n/Day/Year) //2012	Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President
	(Street)	4. If At	mendment, Date Original	6. Individual or Joint/Group Filing(Check
SEATTLI	E, WA 98108-1220	Filed(M	Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip) Ta	able I - Non-Derivative Securitie	es 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. 4. Securities Acquire Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Pr	

		(Month/Day/Year)		Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4
Common Stock, par value \$.01 per share	08/15/2012		M	7,750	A	\$0	67,225	D	
Common Stock, par value \$.01 per share	08/15/2012		S <u>(1)</u>	3,875	D	\$ 232.45	63,350	D	

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Held by the

reporting

440.315

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value person's \$.01 per Amazon.com share 401(k) plan account

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. Transacti Code (Instr. 8)	5. Number on f 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	ŕ	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restricted Stock Unit Award	\$ 0 (2)	08/15/2012		M	7,750	05/15/2009(3)	02/15/2014	Common Stock, par value \$.01 per share	7,750

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Blackburn Jeffrey M

P.O. BOX 81226 Senior Vice President SEATTLE, WA 98108-1226

Signatures

/s/ by L. Michelle Wilson as attorney-in-fact for Jeffrey M. Blackburn, Senior Vice
President

08/16/2012

**Signature of Reporting Person Date

Reporting Owners 2

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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Converts into Common Stock on a one-for-one basis.
- This award vests based upon the following vesting schedule and the satisfaction of certain business criteria intended to qualify the award as tax-deductible compensation under Section 162(m) of the Internal Revenue Code: 1,750 shares on each of May 15, 2009, August 15,
- (3) as tax-reductible compensation under section 102(m) of the internal Revenue Code. 1,730 shares on Each of May 13, 2009, August 13, 2009, November 15, 2009 and February 15, 2010 and 7,750 shares on May 15, 2011 and each 3-month period thereafter through February 15, 2014.

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.