

Stiegemeier Jean-Marc
Form 4
September 21, 2006

FORM 4

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stiegemeier Jean-Marc

(Last) (First) (Middle)

C/O ONE IP VOICE, INC., 22
PRESTIGE PARK CIRCLE

(Street)

EAST HARTFORD, CT 06108

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ONE IP VOICE, INC. [OIVO]

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman, CEO, President

6. 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)	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)
Common Stock, \$.001 Par	06/13/2006		P	V 500 A (A) or (D)	\$ 1.45 20,600	D	
Common Stock, \$.001 Par	06/14/2006		P	V 500 A (A) or (D)	\$ 1.46 21,100	D	
Common Stock, \$.001 Par	06/14/2006		P	V 500 A (A) or (D)	\$ 1.47 21,600	D	
Common Stock,	06/22/2006		P	V 500 A (A) or (D)	\$ 1.55 22,100	D	

\$.001 Par

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

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(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 of Number of Shares
Stock Option (right to buy)	\$ 0.7	09/18/2006		J		90,900		09/18/2006	09/18/2016	Common Stock	90,900
Stock Option (right to buy)	\$ 0.7	09/18/2006		J		909,100		<u>(1)</u>	09/18/2016	Common Stock	909,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stiegemeier Jean-Marc C/O ONE IP VOICE, INC. 22 PRESTIGE PARK CIRCLE EAST HARTFORD, CT 06108	X	X	Chairman, CEO, President	

Signatures

Robert G.
LaVigne

09/21/2006

**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).

227,275 options become exercisable upon the closing of a Bridge Financing in an amount greater than \$1,000,000; 545,460 options become exercisable upon the closing of a Permanent Financing in an amount greater than \$5,000,000; 136,365 options become exercisable when the Common Stock of the Company's price per share at closing is greater than \$3.50 per share for five (5) consecutive trading days.

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.