

usell.com, Inc.  
Form SC 13G/A  
February 14, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

(Amendment No. 1)\*

**usell.com, Inc.**

*(Name of Issuer)*

**Common Stock**

*(Title of Class of Securities)*

**917296204**

*(CUSIP Number)*

**December 31, 2013**

*(Date of Event which Requires Filing of this Statement)*

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1

Nik Raman

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States of America

SOLE VOTING POWER

5

318,333 <sup>(1)</sup>

SHARED VOTING POWER

**NUMBER  
OF SHARES  
BENEFICIALLY  
OWNED  
BY EACH  
REPORTING  
PERSON  
WITH**

6 0

SOLE DISPOSITIVE POWER

7

318,333 <sup>(1)</sup>

SHARED DISPOSITIVE POWER

8 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

318,333

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

..

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

6.4% <sup>(1)</sup>

TYPE OF REPORTING PERSON\*

12

IN - Individual

Does not include unvested options which do not vest within 60 days. The percentage ownership is based upon (1) 4,973,151 shares of common stock outstanding as of December 31, 2013. Ownership reflects the reverse stock split effectuated by the Company in January 2014.

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**Item 1.**

(a) Name of Issuer: usell.com, Inc.

(b) Address of Issuer's Principal Executive Offices. 33 East 33rd Street, Suite 1101, New York, New York, 10016

**Item 2.**

(a) Name of Person Filing: Nik Raman

(b) Address of Principal Business Office or, if none, Residence: 33 East 33rd Street, Suite 1101, New York, New York, 10016

(c) Citizenship: United States of America

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 917296204

**Item 3.** If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not Applicable.

**Item 4. Ownership.**

See Item 5 through 9 and 11 of cover page.

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not Applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable.

**Item 9. Notice of Dissolution of Group.**

Not Applicable.

**Item 10. Certification**

Not applicable.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2014

/s/ Nik Raman  
Signature

Nik Raman  
Name