Blackburn Jeffrey M Form 4 September 07, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

5. Relationship of Reporting Person(s) to

January 31,

2005

0.5

Estimated average

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

\$.01 per

share

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Blackburn Jeffrey M				Symbol AMAZON COM INC [AMZN]					Issuer				
(Last) (First) (P.O. BOX 81226			(Middle) 3						(Check all applicable)  Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President				
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting				
SEATTLE, WA 98108-1226									Person				
	(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc					quired, Disposed of, or Beneficially Owned				
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price				5. Amount of 6. Securities Ownersh: Beneficially Form: Owned Direct (D Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		Beneficial Ownership		
	Common Stock, par value \$.01 per share	09/03/2010			S <u>(1)</u>	5,000	D	\$ 136.75	45,074	D			
	Common Stock, par value								406.393	I	Held by the reporting person's		

Amazon.com

401(k) plan

account

### Edgar Filing: Blackburn Jeffrey M - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene

Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date		Amount of		Derivative	J
	Security	or Exercise		any (Month/Day/Year)	Code	of	(Month/Day/	Year)	Underlying		Security	,
(	(Instr. 3)	Price of Derivative Security			(Instr. 8)	Derivative			Securities		(Instr. 5)	]
						Securities			(Instr. 3 and 4)		(	
						Acquired					]	
						(A) or						J
						Disposed						-
						of (D)						(
						(Instr. 3,						
						4, and 5)						
										A		
										Amount		
							Date Exercisable	Expiration Date	Title	or		
										Number		
					C 1 17	(A) (D)				of		
					Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Blackburn Jeffrey M P.O. BOX 81226 SEATTLE, WA 98108-1226

Senior Vice President

Signatures

/s/ Jeffrey M. Blackburn, Senior Vice President

09/07/2010

Date

\*\*Signature of Reporting Person

# **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.

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.

Reporting Owners 2