

ROTMAN GREGORY
Form 4
May 28, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROTMAN GREGORY

2. Issuer Name and Ticker or Trading Symbol
PAID INC [PAYD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O PAID, INC., 4 BRUSSELS STREET

3. Date of Earliest Transaction (Month/Day/Year)
05/26/2010

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

(Street)
WORCESTER, MA 01610

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/26/2010		X		500,000	A	\$ 0.041
					3,530,299	D	

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)

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

Edgar Filing: ROTMAN GREGORY - Form 4

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 or Number of Shares
Stock Option (Right to Buy)	\$ 0.041	05/26/2010		X	500,000	04/11/2003	10/11/2012	Common Stock	500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROTMAN GREGORY C/O PAID, INC. 4 BRUSSELS STREET WORCESTER, MA 01610	X		President	

Signatures

/s/ Gregory
Rotman

05/28/2010

**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).
- (1) Reporting Person also owns options to purchase 2,500,000 shares of common stock at \$.415 per share subject to vesting requirements.
- 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. [Click here](#) for more information.

Repayment:
 Yes No.

Authorized Denominations:
 \$1,000

Principal® is a registered service mark of Principal Financial Services, Inc. and is used under license.
CoreNotes® is a registered service mark of Merrill Lynch & Co.

Ratings:

The Notes issued under the Program are rated AA by Standard & Poor's (S&P).
 Principal Life expects the Notes to be rated Aa2 by Moody's Investors Service, Inc. (Moody's).

Purchasing Agent(s) Purchasing Notes as Yes No If yes:
 Principal:

<u>Purchasing Agent(s)</u>	<u>Principal Amount</u>
Merrill Lynch	TBD
Total:	TBD

State of Organization of the Trust: New York

Additional/Other Terms: None

2. The Funding Agreement

Funding Agreement Issuer: Principal Life Insurance Company

Funding Agreement No.: 4-54099

Deposit: TBD

Net Deposit: TBD

Effective Date: 12/20/2006

Stated Maturity Date: 12/15/2016

Interest Payment Dates: The 15th day of every sixth month commencing on 06/15/2007

Initial Interest Payment Date: 6/15/2007

Type of Interest Rate: Fixed Rate Floating Rate

Interest Rate: 5.50%

Discount Funding Agreement: Yes No

Terms of Survivor's Option:

Edgar Filing: ROTMAN GREGORY - Form 4

Annual Put Limitation: x \$2,000,000 or 2%; or
 o \$ _____ or_%
Individual Put Limitation: x \$250,000; or
 o \$ _____
Trust Put Limitation: x 2%; or
 \$ _____

Redemption: x Yes o No. If, Yes,
Initial Redemption Date: 12/15/2008
Redemption: x In whole only and not in part
 o May be in whole or in part
Additional Other Terms: Any redemption date will be an Interest Payment Date falling on or
 after the Initial Redemption Date

Repayment: o Yes x No.

Ratings:

The Funding Agreement issued under the Program is rated AA by S&P.
Principal Life expects the Funding Agreement to be rated Aa2 by Moody s.

Additional/Other Terms: None

3. The Guarantee

Guarantee Issuer: Principal Financial Group, Inc.

Effective Date: 12/20/2006

Additional/Other Terms: None