LESSER PETER A Form 4/A

September 30, 2009

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

(Print or Type Responses)

1. Name and Address of Reporting Person * LESSER PETER A

(Zip)

(First) (Middle) (Last)

C/O AUDIOVOX CORPORATION, 180 MARCUS BLVD.

(Street)

(State)

(City)

1. Title of

Security

(Instr. 3)

HAUPPAUGE, NY 11788

2. Transaction Date 2A. Deemed

2. Issuer Name and Ticker or Trading Symbol

AUDIOVOX CORP [VOXX] 3. Date of Earliest Transaction

(Month/Day/Year) 09/14/2009

4. If Amendment, Date Original

Filed(Month/Day/Year)

09/16/2009

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or

Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Following Reported (A) or

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Owned

Issuer

below)

X_ Director

Applicable Line)

5. Amount of

Securities

Beneficially

Officer (give title

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

3. Transaction Date 3A. Deemed 1. Title of Derivative Conversion

7. Title and Amount of 8 Underlying Securities

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

6. Ownership

Form: Direct

X Form filed by One Reporting Person

(I) (Instr. 4)

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Ownership

(Instr. 4)

(9-02)

Indirect

(D) or Indirect Beneficial

Estimated average

burden hours per

4. 5. Number 6. Date Exercisable and (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)		S
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy) (1)	\$ 6.37	09/14/2009		A	7,500	11/30/2009	11/30/2012	Class A Common	7,500	
Option (Right to Buy) (1)	\$ 6.37	09/14/2009		A	7,500	11/30/2010	11/30/2013	Class A Common	7,500	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LESSER PETER A C/O AUDIOVOX CORPORATION 180 MARCUS BLVD. HAUPPAUGE, NY 11788



Signatures

/s/ Peter A. 09/15/2009 Lesser

**Signature of Date
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) Amount of options granted was improperly stated in original filing.

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.

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