

BYRNE PATRICK MICHAEL

Form 4/A

February 15, 2005

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BYRNE PATRICK MICHAEL

(Last) (First) (Middle)

6322 SOUTH 3000 EAST, SUITE  
100

(Street)

SALT LAKE CITY, UT 84121

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

OVERSTOCK COM INC [OSTK]

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

02/03/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/04/2005

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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	02/03/2005		P	1,300 (1) A \$ 48.4985	5,831,932	I (1)	Held by High Plains Investment LLC
Common stock	02/03/2005		P	1,600 (1) A \$ 48.4994	5,833,532	I (1)	Held by High Plains Investment LLC
Common stock	02/03/2005		P	4,000 (1) A \$ 48.5263	5,837,532	I (1)	Held by High Plains Investment LLC

Common stock	02/03/2005	P	900 <u>(1)</u>	A	\$ 48.53	5,838,432	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	700 <u>(1)</u>	A	\$ 48.58	5,839,132	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	2,000 <u>(1)</u>	A	\$ 48.595	5,841,132	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	2,600 <u>(1)</u>	A	\$ 48.6	5,843,732	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	2,000 <u>(1)</u>	A	\$ 48.685	5,845,732	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	900 <u>(1)</u>	A	\$ 48.74	5,846,632	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	2,000 <u>(1)</u>	A	\$ 48.7431	5,848,632	I <u>(1)</u>	Held by High Plains Investment LLC
Common stock	02/03/2005	P	2,000 <u>(1)</u>	A	\$ 48.75	5,850,632	I <u>(1)</u>	Held by High Plains Investment LLC

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)

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Repor  
Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BYRNE PATRICK MICHAEL 6322 SOUTH 3000 EAST SUITE 100 SALT LAKE CITY, UT 84121	X	X	President	

## Signatures

/s/ Jonathan E. Johnson III (attorney-in-fact)	02/11/2005
**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) The shares were purchased on February 3, 2005, and were reported in a Form 4 filed February 4, 2005 as held directly by the reporting person. The shares were actually purchased by High Plains Investments LLC and are reported herein as indirectly owned. The reporting person disclaims beneficial ownership of the shares held by High Plains Investments LLC except to the extent of his pecuniary ownership therein.

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.