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OVERSTO	CK.COM, INC										
Form 4											
January 30,	2014										
FORM									PPROVAL		
	UNITED	STATES SE			AND EX(, D.C. 20		COMMISSION	OMB Number:	3235-0287		
Check the check								Expires:	January 31,		
subject t		VNERSHIP OF	Estimated a	2005 average							
Section	Section 16. SECURITIES								burden hours per		
Form 4 Form 5			. 10		a			response	. 0.5		
obligatio	n a 1						nge Act of 1934,				
may con	tinue. Section 170			•	•	• •	of 1935 or Section	on			
<i>See</i> Insta 1(b).	ruction	50(11) 01	ule mv	estinent	Compan	y Act of 1	940				
1(0).											
(Print or Type	Responses)										
	Address of Reporting	Person [*] _2	. Issuer	Name and	I Ticker or	Trading	-	ip of Reporting Person(s) to			
Noursalehi	Sam	Sy	mbol				Issuer				
OVEF				ГОСК.С	COM, IN	C [OSTK]	(Check all applicable)				
(Last)	(First) (Middle) 3.	. Date of Earliest Transaction				()				
		(M	Month/Day/Year)			Director		% Owner			
6350 SOUTH 3000 EAST 0			/28/20	014			X_ Officer (give title Other (specify below) below)				
							S	VP, Marketing			
	(Street)	4.]	If Amen	ndment, Da	ate Origina	1	6. Individual or .	Joint/Group Fili	ng(Check		
		Fil	led(Mont	th/Day/Year	r)		Applicable Line)				
							X Form filed by Form filed by	One Reporting Po More than One Ro			
SALT LAK	XE CITY, UT 841	121					Person	whole than one it	eporting		
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date			3.	4. Securit			6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Dat		Fransaction Code	nAcquired			Form: Direct (D) or Indirect	Indirect		
(Instr. 3)		any (Month/Day/Y			Disposed (Instr. 3, 4		•	(I) of multeet	Ownership		
		× ,	, ,	. ,	× /	,	Following	(Instr. 4)	(Instr. 4)		
						(A)	Reported				
						or	Transaction(s) (Instr. 3 and 4)				
			(Code V	Amount	(D) Price	(Libur 5 and 1)				
Reminder: Re	port on a separate line	e for each class	of secur	ities benef	ficially own	ned directly o	or indirectly.				
					-	-	nond to the colle	ation of	EC 1474		

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.

 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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.		Acquire (A) or Dispose (D) (Instr. 3 and 5)	d of					(Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	01/28/2014		А		7,500		(1)	<u>(1)</u>	Common Stock	7,500	5

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Noursalehi Sam 6350 SOUTH 3000 EAST SALT LAKE CITY, UT 84121			SVP, Marketing					
Signatures								
/s/Mark Harden (attorney-in-fact)	01/	/30/2014						
<u>**</u> 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).

Each restricted stock unit represents a contingent right to receive one share of Overstock.com, Inc. common stock. The restricted stock units will vest in three equal installments at the close of business on each January 28, 2015, January 28, 2016, and January 28, 2017.

(1) Units will vest in three equal installinents at the close of business on each failuary 26, 2015, failuary 26, 2015, and failuary 26, 2017. Vested shares will be delivered to the reporting person promptly after the restricted stock units vest. Amount shown does not include previously granted RSUs with different vesting schedules.

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.