

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 or Section 30(h) of the Investment Company Act of 1940

|  |   |  |  |
|--|---|--|--|
| <b>1. Name and Address of Reporting Person*</b><br><u>Goldstein Jeffrey David</u><br><br>(Last) (First) (Middle)<br><u>C/O UNITED ONLINE, INC.</u><br><u>21255 BURBANK BOULEVARD SUITE 400</u><br><br>(Street)<br><u>WOODLAND CA 91367</u><br><br>(City) (State) (Zip) | <b>2. Date of Event Requiring Statement (Month/Day/Year)</b><br><u>01/11/2016</u> | <b>3. Issuer Name and Ticker or Trading Symbol</b><br><u>UNITED ONLINE INC [ UNTD ]</u><br><br><b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Interim CEO</u><br><br><b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b><br><br><b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |  |
|--|---|--|--|

**Table I - Non-Derivative Securities Beneficially Owned**

|  |  |   |  |
|--|--|---|--|
| <b>1. Title of Security (Instr. 4)</b> | <b>2. Amount of Securities Beneficially Owned (Instr. 4)</b> | <b>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</b> | <b>4. Nature of Indirect Beneficial Ownership (Instr. 5)</b> |
|--|--|---|--|

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  |  |   |  |  |   |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares                               |   |

**Explanation of Responses:**

No securities are beneficially owned.

/s/ Jeffrey David Goldstein 01/13/2016

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.