SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

3235-0287

0.5

l

	OF CHANGES IN BENEFICIAL OWNERSHIP		
STATEMENT OF CHANGES IN DENEFICIAL OWNERSHIP		3	
	Estimated average burder		
	hours per response:		

I

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

I I. Marie and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol <u>MIM CORP</u> [MIMS]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner		
(Last) (First) (Middle) 100 CLEARBROOK ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/15/2004		Officer (give title below)	Other (specify below)		
[4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street) ELMSFORD	NY	10523		Line) X	Form filed by One Report Form filed by More than C Person	0		
(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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Common Stock, \$.0001 par value								1,000	D	
Common Stock, \$.0001 par value								100	Ι	By Immediate Family

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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. 3 and 5)	tive ties red sed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$7.68	06/15/2004		A		5,000		05/25/2005 ⁽¹⁾	05/25/2014	Common Stock, \$.0001 par value	5,000	\$0	5,000	D	
Option to Purchase Common Stock	\$4.35							(2)	04/16/2008	Common Stock, \$.0001 par value	20,000		20,000	D	
Option to Purchase Common Stock	\$9.94							06/04/2003 ⁽³⁾	06/04/2012	Common Stock, \$.0001 par value	5,000		5,000	D	
Option to Purchase Common Stock	\$6.58							06/05/2004 ⁽³⁾	06/05/2013	Common Stock, \$.0001 par value	5,000		5,000	D	

Explanation of Responses:

1. Vests and becomes exercisable in three equal annual installments commencing on May 25, 2005.

2. Fully Vested

3. Vests and becomes exercisable in three equal annual installments commencing on the first anniversary of the date of grant.

Remarks:

<u>/s/ Cirillo, Richard A.</u>

** Signature of Reporting Person

<u>06/15/2004</u> 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 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).

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.